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ANNUAL REPORT 2024

ACN 103 367 684

CORPORATE DIRECTORY

Directors	Russell Christopher Barwick	(Non-Executive Chairman)
	Robert Alexander Rutherford	(Managing Director)
	Joshua Norman Pitt	(Non-Executive Director)

Company Secretary	Patrick John Flint
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Administration and Registered Office	Level 15, 323 Castlereagh Street	
	Sydney NSW 2000 Australia	
	Telephone:	+61 (0)2 9281 1805
	Web site:	www.redmetal.com.au
	Email:	info@redmetal.com.au

Share Registry	Boardroom Pty Limited	
	Level 8, 210 George Street	
	Sydney NSW 2000 Australia	
	Telephone:	+61 (0)2 9290 9600
	Facsimile:	+61 (0)2 9279 0664

Auditors	BDO Audit Pty Ltd	
	Level 9, Mia Yellagonga Tower 2	
	5 Spring Street	
	Perth WA 6000 Australia	

Stock Exchange Listing	Australian Securities Exchange (Code: RDM)	
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Dear Shareholders

In the financial year 2024 many dynamic changes impacted the global commodity markets including a significant up-turn in gold and silver prices, enhanced further by a declining Australian dollar, slower iron demand and near-term over supply of lithium and nickel.

Despite this setting, the long-term demand for most mineral commodities far out-strips the supply with many analysts predicting shortfalls for copper and rare earths. As such, green fields exploration for large world class deposits of base, precious or critical mineral assets continued to attract strong investment activity in Australia and abroad underlining the appeal of Red Metals' exploration portfolio.

Emerging discoveries driving investment, some in regions where Red Metal continues to explore, include: BHP's emerging Olympic Dam Deeps and Oak Dam discoveries in South Australia's Gawler Craton, WA1 Resources niobium-rich Luni discovery in the remote West Arunta region and Meteoric Resources Caldeira rare earth discovery in Brazil. These and other successes highlight the significant value that can be created from exploration, particularly in mining friendly jurisdictions, which underpins Red Metals' corporate strategy.

Our Company's exploration program over the past 12 months was dominated by the ongoing and very rapid project definition of the large Sybella rare earth discovery near Mt Isa.

This year our dedicated team have been extremely busy completing two substantive drill programs on Sybella. The first provided a full cross section of drill holes across the granite for proof-of-concept metallurgical test work while the second step-out drill program confirmed the resource potential of this vast orebody.

Positive proof-of-concept metallurgical test results continue to show a clear concept pathway for cheap heap leaching of the rare earth ore and production of a high quality, low impurity mixed rare earth carbonate concentrate.

Research on this exciting project will continue as a major priority for Red Metal with metallurgical resource drilling, optimisation studies and viability testing planned in FY25. Early-stage mining studies will also be initiated.

In parallel, preparation work also continued unabated on multiple highly prospective base and precious metal exploration plays in Northwest Queensland, South Australia and in the Pilbara region of Western Australia. Our efforts have advanced many of these targets to the drill ready stage in preparation for testing in the year ahead.

Red Metal's 44% owned and publicly listed Maronan Metals Limited (MMA:ASX) continued to deliver above expectation results from their extensive drill program on the Maronan silver-lead-copper-gold project near Cloncurry. Shallow drill success during this period led to the definition and focused activity on the Shallow Starter Zone which continues to offer the best opportunity for any early potential development. Key critical path items required for the grant of a mining lease were also initiated this year.

The Board and management of Red Metal remain resolute on trying to generate substantial capital appreciation in Red Metal stock through further enhancement of our more advanced projects like Sybella and Maronan, while maintaining a clear exploration focus for the discovery of large base and precious metal deposits in Australia.

Red Metal's experienced exploration team continues to explore to the highest standards safety and environmental considerations. The Company also aims to maintain good relations with landholders, governments, and local community groups particularly in interactions and discussions with indigenous people associated with our projects.

On behalf of the shareholders and your Board, I would like thank Rob Rutherford and his staff for their continued efforts advancing the Company's projects.

Thank you also to all our shareholders for your valued and continuing support.



Russell C. Barwick
Chairman

We're on the move drilling and discovering

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[Figure 1] Red Metal project locations.



OPERATIONS REVIEW

Although Red Metal's primary exploration focus is for giant copper deposits, our exciting new Sybella discovery was our key focus this year. Numerous metallurgical bottle roll leach tests and wide spaced step-out drilling have provided many positives and quickly moved Sybella beyond proof of concept. FY25 will be another busy year for Sybella as we advance project mining studies which contemplate a giant heap leach operation with highly competitive operating and capital costs.

Your Company continues to use shareholder funds prudently. It has again been successful in securing funding support from government grants and rebates. We continue to benefit from our Yarrie joint venture funded by BHP. In FY24 our exploration team secured grant funding support from the Queensland and Western Australian State Governments totalling \$360,000 and obtained a research and development rebate.

Red Metal has a strong project generation capability and has developed some exciting targets for FY25 that should guarantee a high level of news flow. These include Hemi-style gold targets on the Pardoo tenements and innovative copper plays at Gulf, Gidyea, Three Ways, Brunette Downs and Nullarbor (Figure 1).

Our exploration team continued advancing the "Greenfields Discovery Alliance" project on which a total of \$680,000 in direct exploration funding from BHP was expended in FY24. BHP, have prioritised next seasons drilling towards testing key copper-gold targets on the Yarrie project that include the highly anticipated Haverion and Winu look-alike targets.

Maronan Metals Limited (ASX: MMA), of which our Company owns 44%, had another successful year as it moves the Maronan Silver-Lead project forward towards the completion of Final Feasibility Studies. Drilling intersected many potentially mineable widths of higher-grade silver with lead and highlighted the excellent continuity and strong plunge control of the mineralisation. This work has brought the silver-lead ore up to Indicated status within the shallow Starter Zone which is earmarked to provide the mine feed for the first 5 to 10 years of anticipated production. It also provided some encouraging copper with gold intercepts highlighting its potential as a bulk mining proposition.

Currently, MMA are continuing the drill campaign required to upgrade the JORC status of the Starter Zone resource. Their expert mine development team is revising the Maronan mining study using current costs and have initiated key critical path items required for the grant of a mining lease. Once the potential development status of the Starter Zone is confirmed exploration attention will shift to expansion of the copper and gold resource down-plunge of the known mineralisation.

The multi-commodity Maronan deposit is a globally rare, silver-rich, development asset and Red Metal's management will continue to work closely with the MMA team to realise this projects full potential.

OUR NEW DISCOVERY

RED METAL FUNDED PROJECTS

The Sybella Project: Rare Earth Elements Mount Isa Inlier QLD

Our Sybella rare earth oxide (REO) discovery is a new granite-hosted deposit type located just 20 kilometres southwest of Mount Isa. Early-stage drilling, metallurgical and comminution studies completed this year have added to our confidence that a low-operating and low-capital cost heap leach processing option may prove feasible.

In August 2023 Red Metal announced the discovery of soluble rare earth fluoro-carbonate minerals in a low-acid consuming granite rock which we believe is a new REO deposit style for Australia and potentially a “world first”. The REO-enriched granite target at Sybella is over 12 kilometres long and 3 kilometres wide and offers vast tonnage potential.

The initial RC drilling program discovered large widths of granite-hosted REO mineralisation at relatively high grades starting at surface. Subsequent proof-of-concept leach test work confirmed strong REO extractions can be achieved using low levels of ambient temperature sulphuric acid on coarse fractions of both weathered and fresh granite. Lowering the acid strength and increasing the residence time have vastly improved the reduction of iron and aluminium contaminants and significantly reduced the acid consumption rate.

Comminution test work show the coarsely crushed granite is classified as “Very Soft” when weathered and “Soft” when fresh which should translate into very competitive capital and operating costs for both mining and crushing.

In addition, purification experiments on the pregnant leach solutions derived from the bottle roll test work successfully precipitated our first potentially saleable mixed rare earth carbonate (MREC) product.

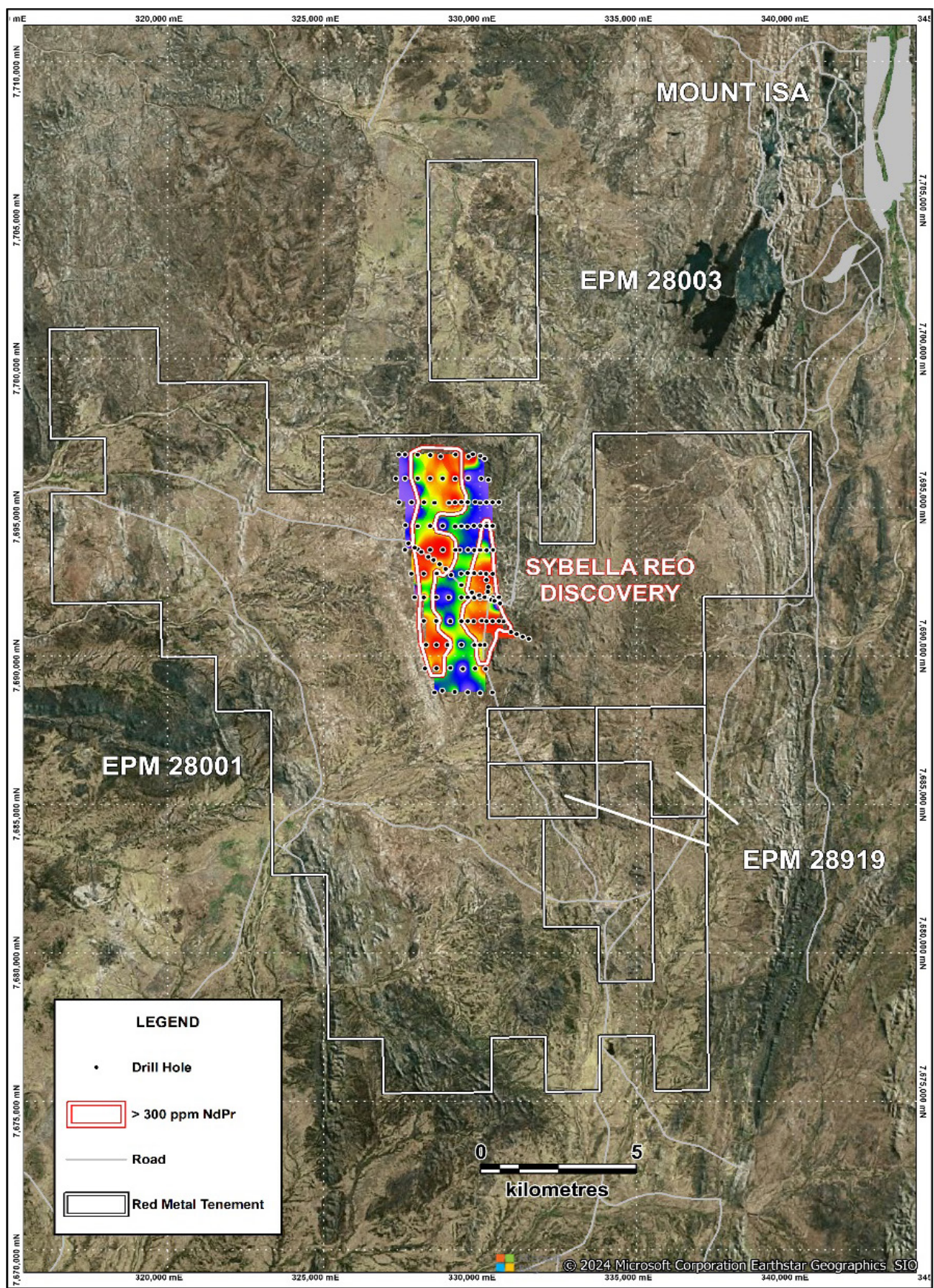
The Company is very confident that our ongoing studies will confirm a process route that optimises REO recovery (increases revenue) while reducing the acid consumption rate and ensuring that impurities in the final product are satisfactorily minimised (lowering processing costs).

Boosted by the strong metallurgical results, step-out drilling over a 10.5 kilometre by 3 kilometre portion of the granite was recently completed for additional metallurgical research. This drilling has outlined the vast tonnage and grade potential of this exciting discovery and identified near to surface higher-grade zones as priority for infill drilling.

Research on this exciting project will continue as a major priority for Red Metal with metallurgical resource drilling, metallurgical optimisation and viability testing in parallel with an early-stage mining studies the key priorities into FY25.

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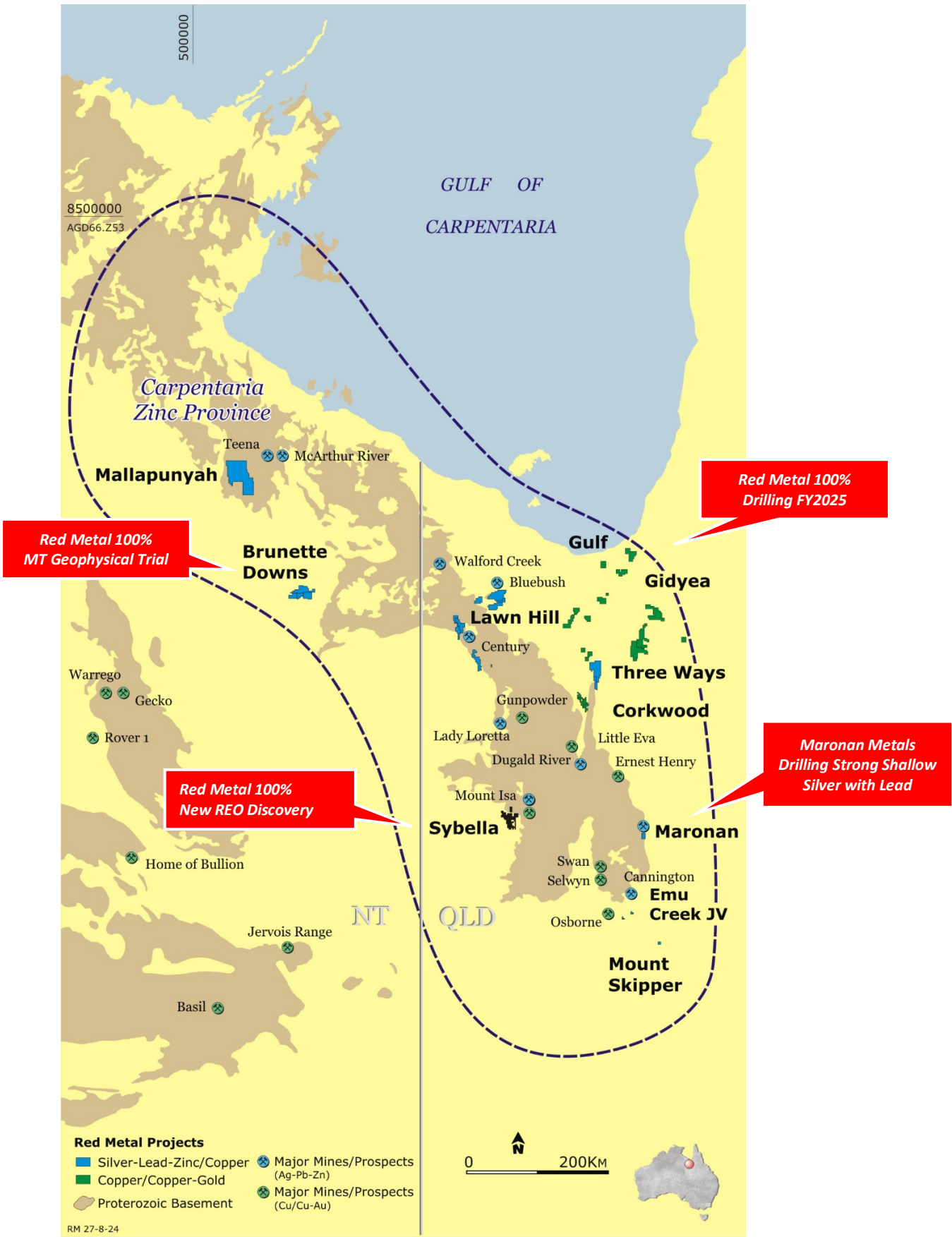


[Figure 2] Sybella Project: Red Metal drill hole locations (black dots) on satellite imagery overlain by a colour image of the average grade of NdPr oxide to 60 metre down-hole.

Step-out drilling confirms Sybella's vast resource potential



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[Figure 3] Northwest Queensland and Northern Territory: Major deposits and Red Metal tenement locations.

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The Gulf, Gidyea and Corkwood Projects: Copper-Gold Mount Isa Inlier QLD

The separate Gulf, Gidyea and Corkwood projects target several standout regional geophysical anomalies in an under explored extension of the Cloncurry terrain in north west Queensland which offer scope for the discovery of large Iron Oxide Copper-Gold (IOCG) breccia systems similar to the nearby Ernest Henry deposit (Figure 4).

Processing and interpretation of new gravity data in combination with the regional magnetic data and new passive seismic data has allowed Red Metal's expert exploration team to interpret high priority breccia plays with several now advanced to the drill ready stage.

Preparations are underway to drill a regional standout gravity target on Gidyea in Q4 2024 supported by a \$240,000 CEI grant from the Queensland Government.

The Three Ways Project: Copper-Cobalt-Gold, Mount Isa Inlier QLD

Located in covered terrain 130 kilometres along trend from the Dugald River zinc-lead-silver mine (Figure 4) this project offers potential for large, structure-controlled, copper deposits styles similar to the giant Mount Isa copper deposit.

Recent Red Metal exploration on Three Ways discovered previously unrecognised sequences of heavily sulphidic and graphitic metasediments which are preferred host rocks for structure controlled, Mount Isa styles of copper mineralisation.

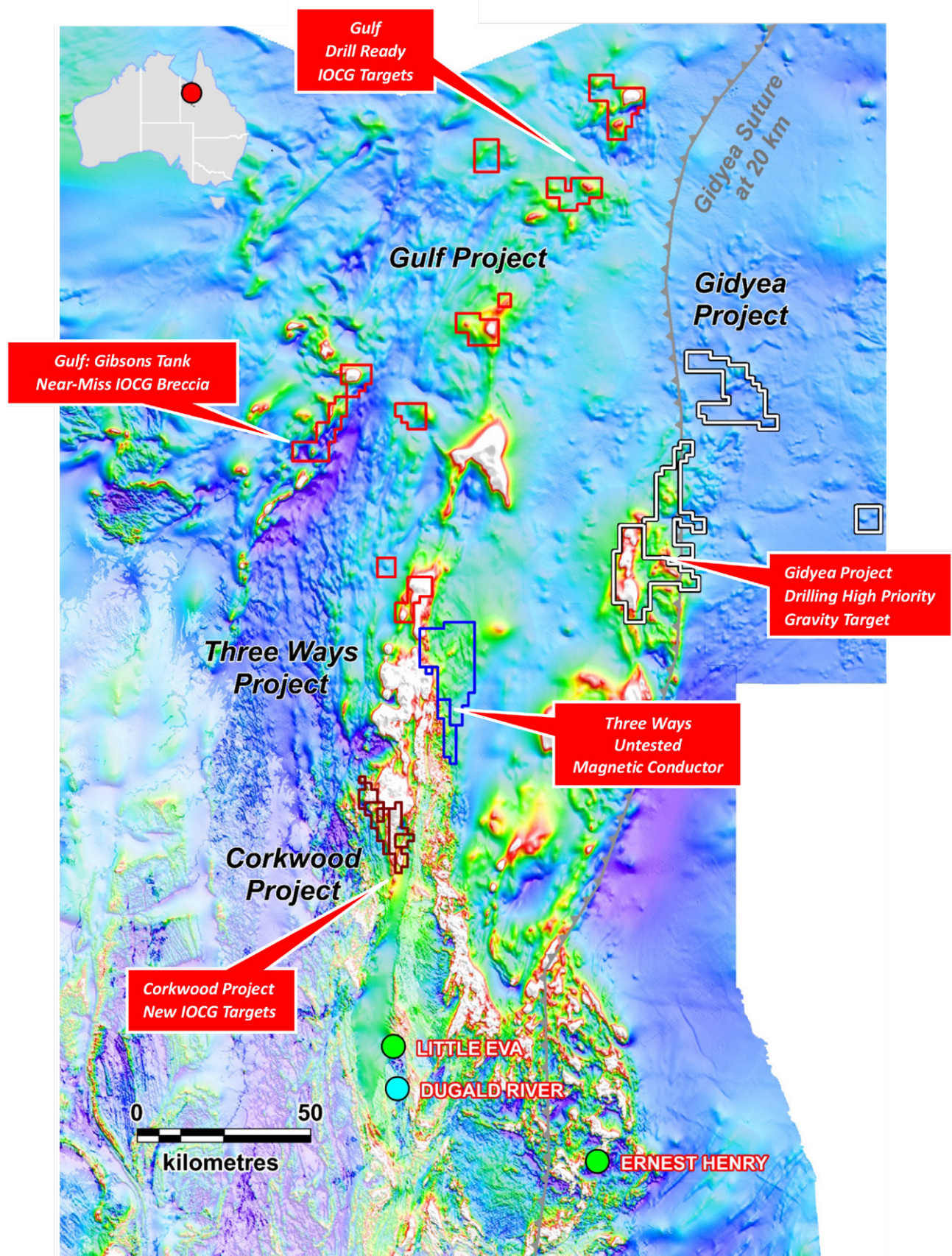
Red Metal are now planning a follow-up program directed towards more structural-controlled anomalies visible as discrete, highly conductive, magnetic targets. Land access ahead of drilling next field season is progressing.

The Lawn Hill Project: Zinc-Lead-Silver & Copper-Cobalt Mount Isa Inlier QLD

This regional project targets a range of zinc and possibly copper deposit styles in the vicinity of the giant Century zinc-lead-silver deposit (Figure 3).

Advanced geophysical modelling and a new interpretation of historic geological data on the Bluebush tenement has outlined four high-priority geophysical targets considered prospective for giant stratabound zinc and possibly breccia hosted zinc and copper mineralisation. A higher resolution in-fill gravity survey was completed during the year firming up planned drill collar locations.

Our first proof-of-concept drill test is planned for Q4 2024 with support of a \$150,000 CEI grant from the Queensland Government.



[Figure 4] Three Ways (dark blue), Gulf (red), Gidyea (white) and Corkwood (brown) Projects covering the extension of the Cloncurry terrain: Total magnetic intensity image highlighting regional project locations and the interpreted projection of the Gidyea Suture at 20 kilometres below surface. Regions of exposed or outcropping geology highlighted as white translucent areas.

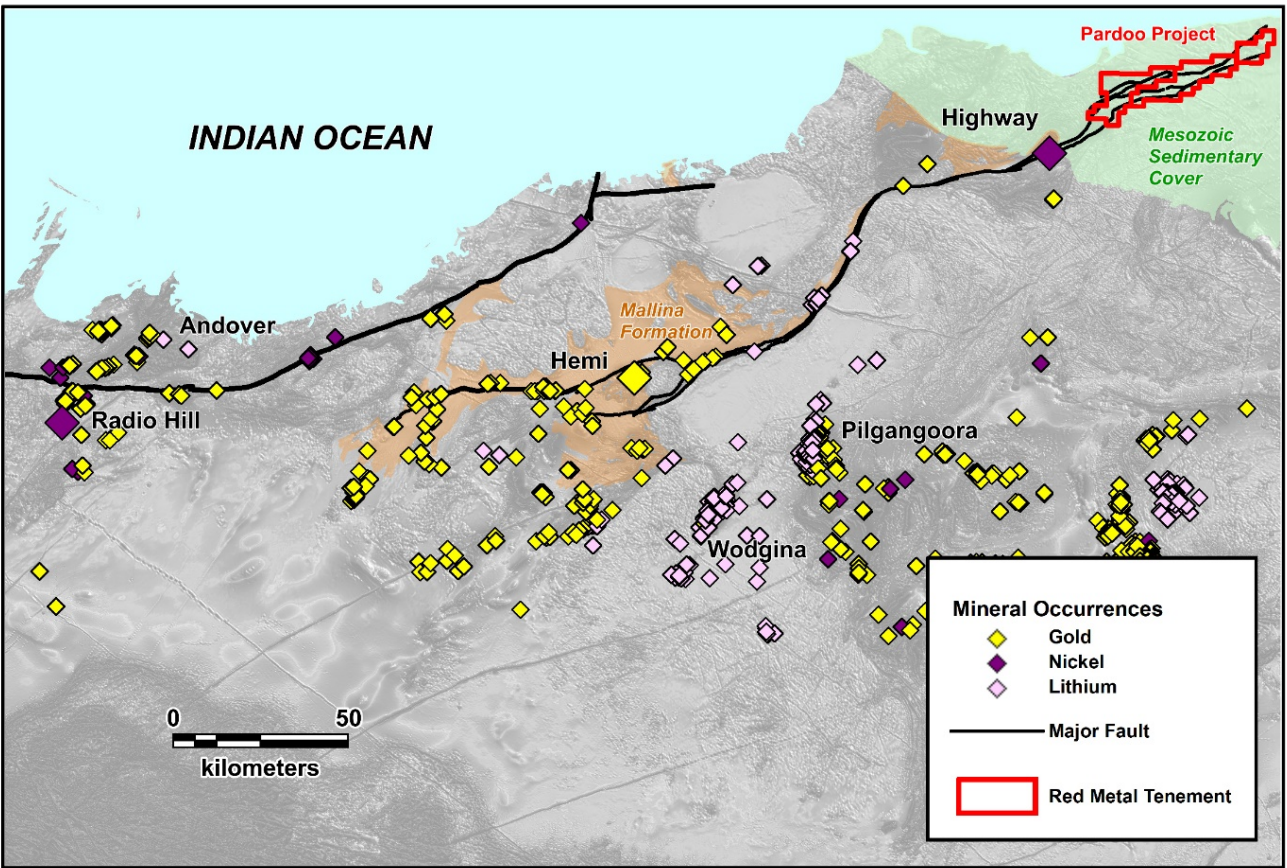
The Pardoo Project: Gold and Lithium Pilbara Craton WA

The Pardoo project is situated within the highly sought after western Pilbara Craton where the De Grey Mining’s giant Hemi discovery (251 Mt @ 1.3 g/t gold for 10.6 million oz) and Azure Minerals’ exciting Andover lithium-pegmatite discoveries (209 metres at 1.4% Li₂O) have captured market attention (Figure 5).

Pardoo incorporates the covered extension of the Hemi structural corridor under about 50-150 metres of younger sedimentary cover (Figure 5). The project takes in several discrete bullseye magnetic targets offering potential for Hemi-style intrusion-related gold mineralisation.

Trial lines of ultra-fine fraction soil sampling collected over key magnetic targets highlight low level but anomalous arsenic, antimony, bismuth, molybdenum, tungsten, tin, tellurium, silver, zinc and mercury in soils above and adjacent to some magnetic targets. Wide zones of anomalous tin and tantalum were also detected on two soil lines that warrant drill testing for lithium-bearing pegmatites.

Heritage surveying is underway in preparation for proof-of-concept drilling in 2025.



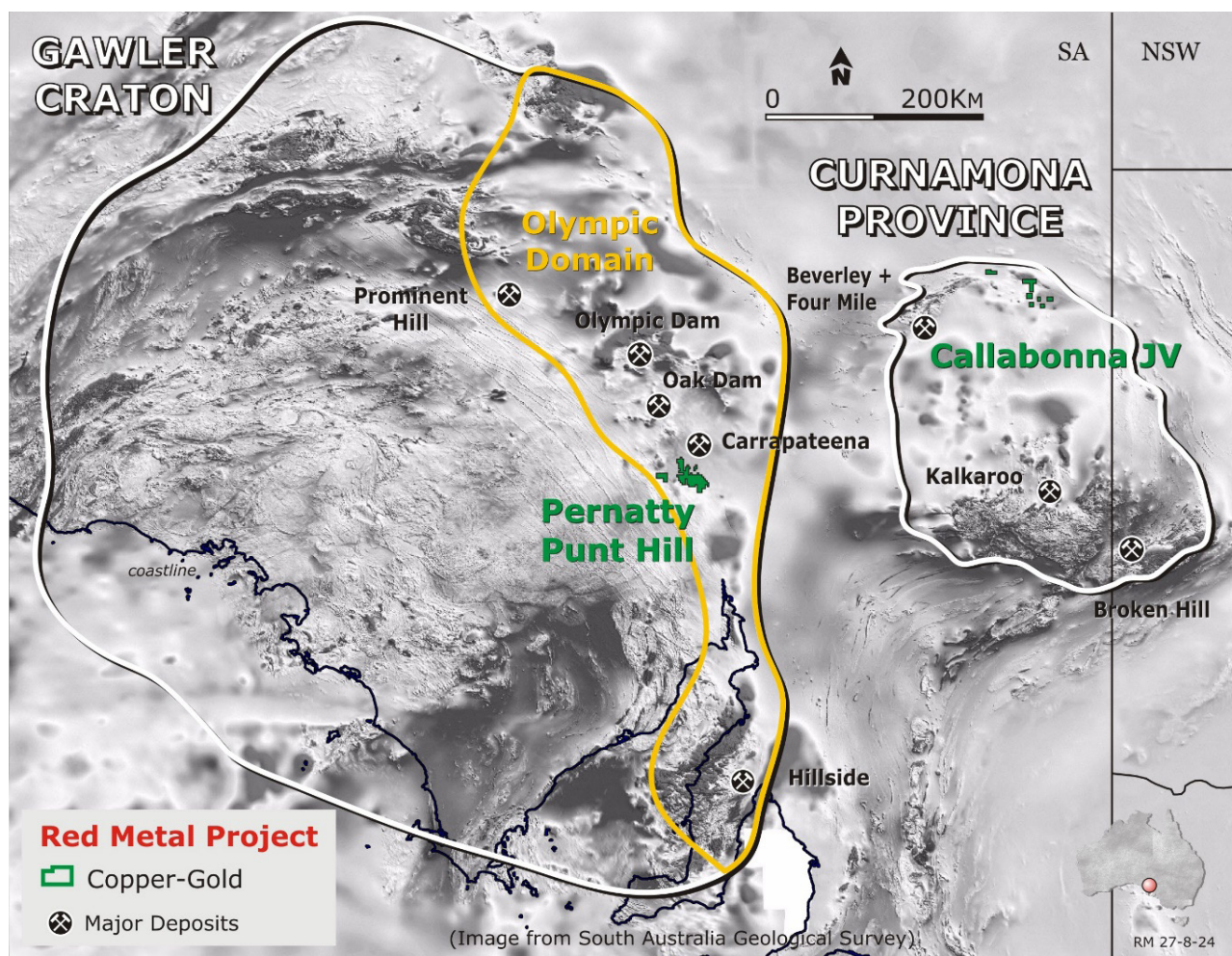
[Figure 5] Pardoo Project Location: highlighting the Hemi structural corridor, Mallina Formation rocks, and location of the large Hemi gold deposit, Andover lithium discovery and nearby Highway Ni-Cu-Co deposit.

The Pernatty Lagoon Project: Copper-Gold-Zinc Gawler Craton SA

This project is located 30 kilometres south of BHP's large Carrapateena copper-gold deposit and target magnetic skarn style deposits where the regional Iron Oxide Copper-Gold (IOCG) mineral systems invade carbonate host rock types (Figure 6).

Step out drilling adjacent to historic drill holes with encouraging near-miss geology and geochemistry led to the discovery of the exciting Oak Dam deposit by BHP in late 2018. The discovery hole included a world class intercept of 438 metres grading 3.0% copper with 0.6 g/t gold.

On the Pernatty Lagoon and Punt Hill tenements several untested magnetic targets, some adjacent to potential near-miss drill holes, have been identified for step-out drilling. Detailed hand held XRF analyses are being collected on cores to prioritise targeting. Heritage surveys in preparation for potential drilling are planned.



[Figure 6] Red Metal South Australian Projects: Grey scale magnetic image with main project locations.

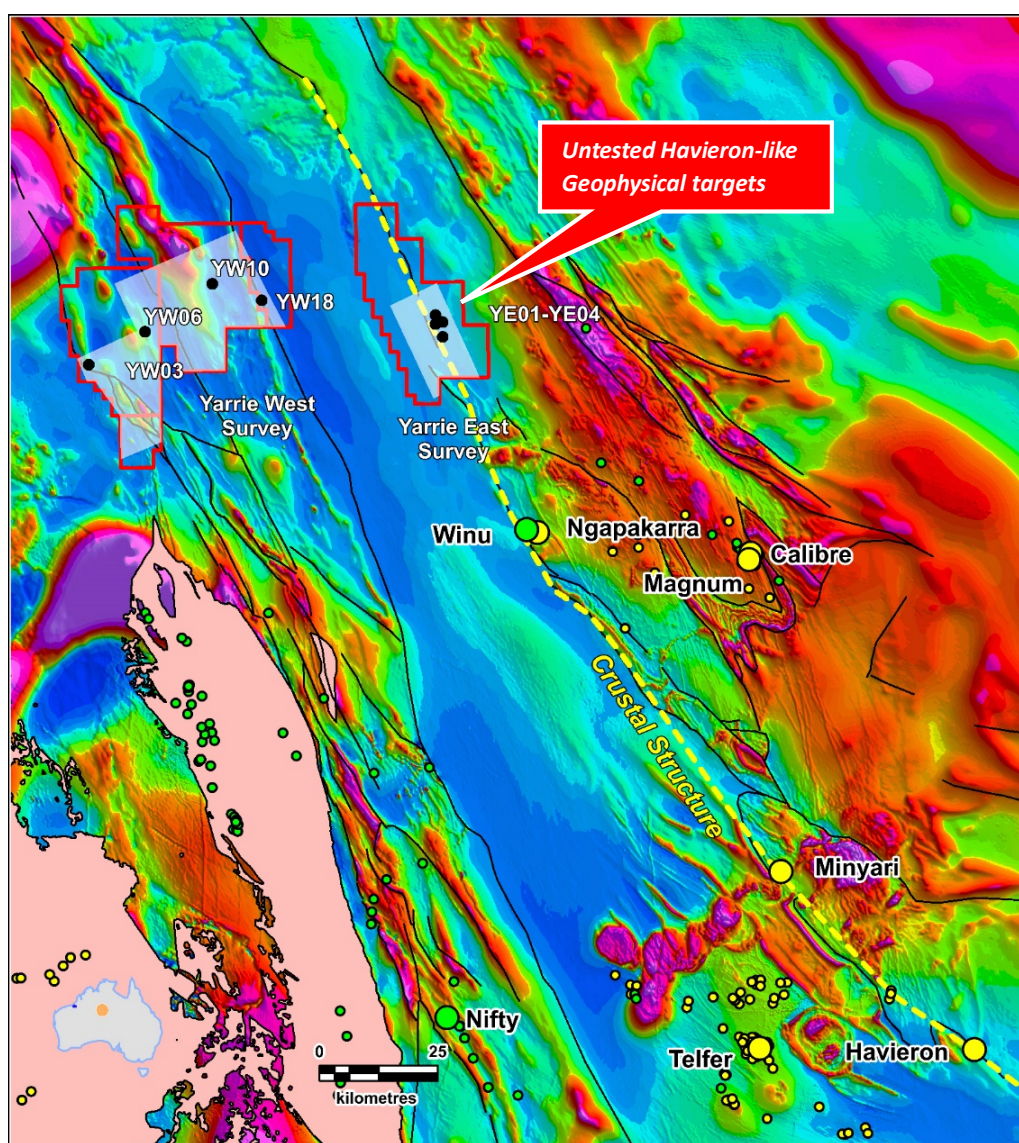
GREENFIELDS DISCOVERY ALLIANCE WITH BHP

The Yarrie Project: Copper-Cobalt & Copper-Gold Paterson Province WA

The Paterson Province, which is home to the tier one Telfer gold mine and large Nifty copper mine, has come into renewed prominence with several growing discoveries including those at Winu by Rio Tinto, at Havieron by Newcrest and at Minyari by Antipa Minerals (Figure 7).

Advanced processing of airborne electromagnetic and magnetic data flown by the Alliance has enabled the interpretation of eight high-priority geophysical targets for potential proof-of-concept drilling.

Heritage surveying in preparation for drilling was completed during the year with five of the eight targets cleared for drilling. Our exploration team is working through land access issues and a start date for drill site preparations has not been confirmed at this time.



[Figure 7] Paterson Province Yarrie Project: Magnetic imagery overlain by the recently flown airborne electromagnetic and magnetic survey areas (frost white) showing the Nifty mine, Telfer mine, new Winu and Havieron discoveries and Red Metal's Yarrie tenements (red line). Priority geophysical targets are labelled YE1-YE04 on the Yarrie East survey and YW03, YW06, YW10, YW18 on the Yarrie West survey. The Yarrie East targets are interpreted by Red Metal to occur along the same crustal scale structure (dashed yellow line) as the Havieron, Minyari, Winu and Ngapakarra deposits. Copper-cobalt or copper-gold major deposits and occurrences (green circles); gold or gold-copper major deposits and occurrences (yellow circles). Note the exposed basement terrain of older Archaean rocks (buff coloured polygon).

MARONAN PROJECT FUNDED BY MARONAN METALS LIMITED

Red Metal holds a controlling (44%) stake in Maronan Metals Ltd (ASX: MMA), which owns the emerging Maronan lead-silver and copper-gold project located in the world class Northwest Minerals Province in Northwest Queensland. This deposit, is one of the larger undeveloped base and precious metal deposits in Australia and is well located in a mining friendly jurisdiction just 65 kilometres south of Cloncurry and 90 kilometres north of the giant Cannington silver-lead mine.

This year's drill programs successfully intersected many potentially mineable widths of higher-grade silver with lead and copper with gold intercepts that have helped to confirm the resource potential and highlight the strong continuity and plunge control of both mineralisation styles (Figure 8). Shallow drill success during this period led to the definition and focused activity on the Shallow Starter Zone which continues to offer the best opportunity for any early potential development.

With the continued successful drilling, a resource review and upgrade was undertaken that enabled the first Indicated Resource to be classified within the Shallow Starter Zone. Resource modelling also outlined an enlarged Inferred Resource of copper-gold mineralisation and a new gold-only opportunity.

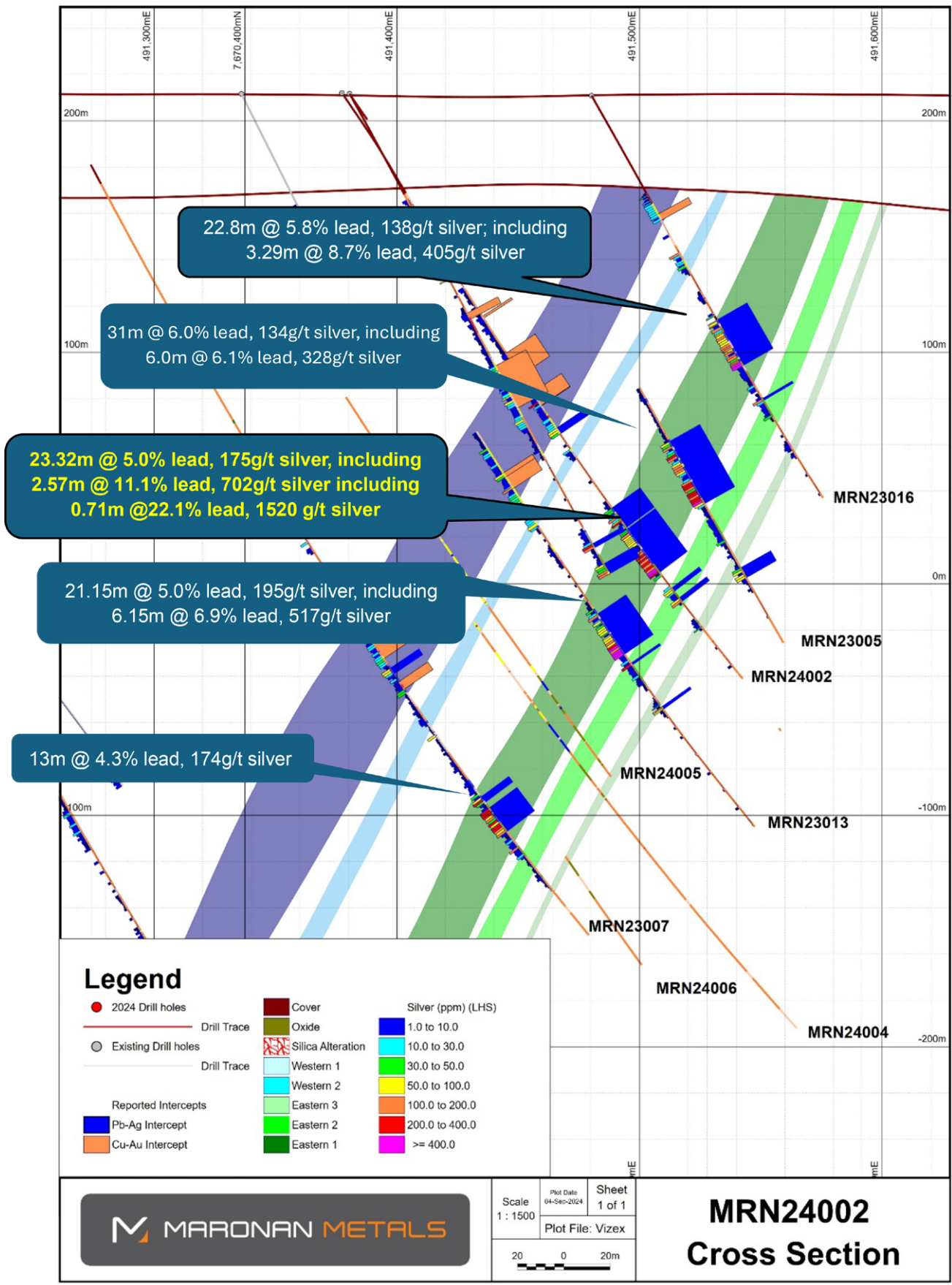
Importantly, the silver-rich maiden Indicated Resource defined within the Eastern Horizons comes to within only 100 metres of surface which should enhance the project's economic potential.

In June 2024 MMA commenced a 7000 to 10000 metre drilling campaign to better define the Starter Zone. Early holes have successfully outlined the strong continuity of high-grade silver at the footwall to the Eastern Horizons including a "Bonanza" 1520g/t silver intercept - the highest-grade silver assay recorded on the Maronan project to date.

Work continues on a revised mining study using the updated Starter Zone resource and a modified mining schedule. Key critical path items required for the grant of a mining lease were also initiated this year.

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[Figure 8] Working Cross section MRN24002 viewed facing north highlighting continuity of the Eastern Horizons (referred to as the Shallow Starter Zone).

OTHER PROJECTS

Some of Red Metal's other projects are briefly summarised below in Table 1.

[Table 1] Red Metal Limited: other projects.

Project	Description	Status
QUEENSLAND		
<u>Emu Creek JV</u> <i>Cu-Au & Pb-Zn-Ag</i>	Joint venture partner Chinova Resources Pty Ltd is seeking IOCG and Cannington style lead-zinc-silver within trucking distance of the Osborne Mine (Figure 3).	
SOUTH AUSTRALIA		
<u>Callabonna JV</u> <i>Cu-Au</i>	Targeting several large magnetic and gravity targets for large IOCG breccia deposits along the northern margin to the Curnamona Province (Figure 6).	Heritage surveys in preparation for potential drilling are planned.
NORTHERN TERRITORY		
<u>Mallapunyah</u> <i>Pb-Zn-Ag & Cu-Ag-Co</i>	Application on Aboriginal Land located within the McArthur Basin targeting zinc-lead-silver deposits similar to the giant McArthur River and Century mines as well as sedimentary-hosted styles of copper mineralisation (Figure 3).	Land access meeting planned
<u>Brunette Downs</u> <i>Cu-Ag-Co and Pb-Zn-Ag</i>	Targets untested stratigraphic conductor for potential Isa Superbasin sediments adjacent to regionally significant basin margin faults - a key setting for giant sediment-hosted copper-cobalt and zinc-lead-silver deposits (Figure 2).	NT government grant awarded for trial magneto-telluric survey line. Surveying planned for Q4 2024.
WESTERN AUSTRALIA		
<u>Nullarbor</u> <i>Cu-Ni</i>	This frontier project is targeting a series of standout gravity and magnetic anomalies for mafic intrusion hosted copper-nickel mineralisation with the giant Nokimos deposit (550Mt @ 0.65% copper, 0.2% nickel, 0.6 g/t palladium-platinum-gold) located in Minnesota, USA, being a possible analogue.	Trials of deep penetrating electrical geophysical methods are planned to rank the gravity targets for drilling.

CORPORATE

In December 2023 Red Metal raised \$4.48 million at a price of \$0.085 per share which included one free attaching option for every two new shares purchased. This option has an exercise price of \$0.13 and an expires on 25 October 2025. A total of 1,185,347 options were exercised this year raising \$134,095.

In accordance with Australian Accounting Standards, the consolidated financial statements contained within this annual report are for the Red Metal Group consisting of Red Metal Limited and its subsidiary Maronan Metals Limited (MMA).

During the year the Company's interest in MMA was reduced to 43.98% as a result of: (i) the Company converting 13.5 million performance shares following the satisfaction of specified hurdles; and (ii) MMA completing a \$9 million capital raising.

SUMMARY OF MINERAL RESOURCE ESTIMATES

Reported According to JORC Category and Project / Deposit

30 June 2024				30 June 2023		
Category	Cut-off Grade	Tonnes (Mt)	Grade	Cut-off Grade	Tonnes (Mt)	Grade
Indicated	3% lead	2.1	5.3% Lead, 155 g/t Silver	-	-	-
Inferred	3% Lead	30.0	6.2% Lead, 104 g/t Silver	3% Lead	30.8	6.5% Lead, 106 g/t Silver
Inferred	0.4% Copper	32.5	0.84% Copper, 0.61 g/t Gold, 7 g/t Silver	1% Copper	11.0	1.6% Copper, 0.8 g/t Gold
Inferred	1 g/t Gold	1.8	1.24 g/t Gold	-	-	-

* Project owned 100% by Maronan Metals Limited, a controlled entity of Red Metal Limited

Resource drilling is conducted by NQ and HQ diamond drilling. Drill hole positions are surveyed to high accuracy. Drilling is logged in detail for lithology, alteration, structure and mineralisation. Sampling is typically at 1 metre intervals (down to 0.4 metre or up to 1.5m based on geological controls) and samples are analysed at external recognised laboratories. QA/QC procedures are industry standard with certified standards, blanks and duplicate samples inserted into the sample stream. Mineral Resource estimates are prepared and reported by suitably qualified personnel or external consultants (Competent Person) in accordance with the JORC code and other industry standards.

The increase in the Mineral Resources during the reporting period is a result of additional drilling conducted over the 2022-2023 drill campaign. This additional information comprises 16,784 metres of drilling since the program commenced in August 2022.

The above annual mineral resources statement is based on and fairly represents information and supporting documentation prepared by competent persons. The above annual mineral resources statement as a whole has been approved by Mr Robert Rutherford, who is a member of the Australian Institute of Geoscientists (AIG). Mr Rutherford is the Managing Director of the Company. Mr Rutherford has consented to the form and context in which the statement is presented in this report.

The information in this report that relates to Exploration Results is based on and fairly represents information and supporting documentation compiled by Mr Robert Rutherford, who is a member of the Australian Institute of Geoscientists (AIG). Mr Rutherford is the Managing Director of the Company. Mr Rutherford has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves" (the JORC Code). Mr Rutherford consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

The information in this report that relates to Exploration Results and estimates of Mineral Resources for the Maronan Project was previously reported by the Company and its controlled entity Maronan Metals Limited in compliance with JORC 2012 in various market releases with the last one being dated 7 August 2024. The Company confirms that it is not aware of any new information or data that materially affects the information included in those earlier market announcements and, in the case of the estimate of Mineral Resources all material assumptions and technical parameters underpinning the estimates continue to apply and have not materially changed.

Environmental and Sustainability Policy Statement

Red Metal is a responsible company which recognises and respects the environment and the values and rights of others in the environment.

Red Metal holds the opinion that industry can operate in harmony with minimal impact on the environment. Red Metal recognises that environmental performance is an important factor in its business performance and as a measure of professionalism.

Red Metal recognises that its activities can have environmental impact and that it has obligations to mitigate those for the benefit of all. As a minimum, the Company will comply with all applicable environmental obligations.

Red Metal commits to continually improving its environmental performance and responsibility through the education of its employees and contractors and the following initiatives:

- integrating environmental considerations into project planning and operations;
- implementing environmental controls and strategies to identify, minimise and avoid wherever possible environmental impact from our activities;
- monitoring relevant environmental parameters;
- auditing and reporting on environmental performance;
- preventing pollution by minimising emissions and the generation of waste;
- providing sufficient training and resources for effective environmental management;
- having open communication with communities and other stakeholders about environmental issues; and
- adopting programs which substantially improve the environment in the areas surrounding high impact areas.

Red Metal commits to being a proactive environmental manager, and through consultation with stakeholders and government ensuring that it remains a good corporate citizen.

Occupational Health and Safety Policy Statement

It is the philosophy of Red Metal that industry can operate efficiently and productively without causing injury or damage to people.

Red Metal recognises that the safety and health of its employees is of prime importance and is an essential part of the planning and control of its operations.

It is Company policy to work towards an accident free environment in which hazards are controlled or eliminated and safe working attitudes are promoted through consultation and participation at all levels of the workforce. A collective responsibility binds management and employees to achievement of these goals.

Our ability to prevent injuries and accidents is an important measure of our operational efficiency. Success in our safety endeavours is dependent upon the active involvement of every employee of the Company.

The directors present their report together with the financial report of the consolidated entity consisting of Red Metal Limited ("Red Metal" or "the Company") and the entities it controlled (together referred to as "the Group") for the financial year ended 30 June 2024 and the independent auditor's report thereon. Red Metal Limited is a listed public company, incorporated in and domiciled in Australia.

OFFICERS OF THE COMPANY

The directors of the Company at any time during or since the end of the financial year are as follows:

Russell Barwick

Dip Min Eng, FAusIMM, FAICD
Independent Non-Executive
Chairman
(Appointed 12 June 2003)

Russell Barwick is a mining engineer with over 40 years technical, managerial and corporate experience in various commodities. He initially worked for Bougainville Copper Limited (CRA), Pancontinental Mining Limited and CSR Ltd. Following this, Russell spent 17 years with Placer Dome Inc, occupying a number of key development, operational and corporate roles, culminating in being Managing Director of Placer Nuigini Ltd. He then served as Chief Executive Officer of Newcrest Mining Limited where he achieved strong market support. Russell was also the Chief Operating Officer of Wheaton River Minerals and Goldcorp Inc. for four years during which the quickly evolving company grew its market capitalisation from several hundred million dollars to \$22 billion and became the third largest gold company in the world by market capitalisation. Russell was also a director of Lithium Power International Limited (LPI) from 2017 to March 2024 (at which time Codelco acquired 100% of the share capital of LPI by way of a scheme of arrangement), Mount Gibson Iron Limited from 2011 to August 2023 and Regis Resources Ltd from 2020 to January 2022.

Robert Rutherford

BSc (Geol), Masters Econ Geol,
MAIG
Managing Director
(Appointed 13 January 2003)

Rob Rutherford is a geologist with over 30 years Australian and international exploration experience and has been involved in generative, feasibility and management roles in the copper, gold and basemetal exploration industry. He was formerly employed by Phelps Dodge Australasia Inc. for over 9 years where he was promoted to Australian Exploration Manager and internal expert on Iron-Oxide Copper-Gold hydrothermal systems and Sediment-Hosted copper deposits. Rob founded Red Metal Limited in 2003. Rob is also a director of Maronan Metals Limited (director since 2012).

Joshua Pitt

BSc (Geol), MAusIMM, MAIG
Independent Non-Executive
Director
(Appointed 2 July 2003)

Joshua Pitt is a geologist with over 40 years experience in exploration and corporate management. He has had a successful career in providing seed capital and corporate services to new mining and exploration ventures. He is also Executive Chairman of Hampton Hill Mining NL (director since 1997) and Red Hill Minerals Limited (director since 2005). Joshua was also a director of Traka Resources Ltd from 2003 to August 2024.

The Secretary of the Company at any time during or since the end of the financial year is:

Patrick Flint

BCom, MAICD
Company Secretary
(Appointed 12 June 2003)

Patrick Flint is an accountant with significant experience in the management and administration of publicly listed mineral exploration companies.

DIRECTORS' MEETINGS

The number of meetings of the Company's directors and the number of meetings attended by each director during the year ended 30 June 2024 are:

	Number of meetings attended during period of office	Number of meetings held during period of office
Russell Barwick	5	5
Robert Rutherford	5	5
Joshua Pitt	5	5

There were five directors' meetings held during the period. The Company does not have an audit committee. Due to the small size of the board all matters that would be addressed by committees are dealt with by the full board of directors.

REMUNERATION REPORT - AUDITED*Remuneration policies*

The Board is responsible for determining remuneration policies and packages applicable to the Board members and senior executives of the Company. Remuneration levels are competitively set to attract and retain appropriately qualified and experienced directors and senior executives. The broad remuneration policy is to ensure that the remuneration package properly reflects the person's duties and responsibilities and level of performance, and that remuneration is competitive in attracting, retaining and motivating people of the highest quality. Where necessary, independent advice on the appropriateness of remuneration packages is obtained. Remuneration packages include a mix of fixed remuneration and short and long-term performance-based incentives.

Fixed remuneration – Fixed remuneration consists of base remuneration and statutory superannuation entitlements. Remuneration levels are set by the board based on individual performance and the performance of the Company.

Performance-linked remuneration - Performance-linked remuneration includes both short-term and long-term incentives and is designed to reward directors and staff. The short-term incentive is provided in the form of cash, while the long-term incentive is provided as options over ordinary shares of the Company. The Board exercises discretion in determining the amount of short-term incentives paid and options issued. The total potential short term incentive available is set at a level so as to provide sufficient incentive to Directors and staff. Performance is measured by the efficiency and effectiveness of the design and implementation of the exploration programme, compliance with environmental and sustainability and occupational health and safety policies, management of stakeholder relationships, the enhancement of the Company's exploration portfolio and the success of the Company's exploration activities. Performance-based remuneration is not based on specific financial indicators such as earnings or dividends as the Company is at the exploration stage and during this period is expected to incur operating losses. A performance evaluation of senior staff was completed in November 2023 in accordance with performance measures. There is no separate profit-share plan.

Options have been issued to directors and staff as an incentive and in recognition of the fact that the fixed cash component of remuneration is comparatively modest. The ability to exercise the options is conditional on the holder remaining in the Company's employment. There are no other non-cash benefits available to directors or staff.

Voting and comments made at the Company's 2023 Annual General Meeting (AGM) – At the 2023 AGM approximately 6% (2022: 10%) of the votes received (excluding abstentions) did not support the adoption of the remuneration report for the year ended 30 June 2023. The Company did not receive any specific feedback at the AGM regarding its remuneration practices.

REMUNERATION REPORT (CONTINUED)

Service Agreements

It is the Company's policy that service agreements for executive directors and senior staff are entered into prior to the commencement of employment, that the agreements be unlimited in term but capable of termination on between 3 and 6 months' notice and that the Company retains the right to terminate the contract immediately, by making payment equal to between 3 and 6 months' pay in lieu of notice. The service agreement outlines the components of remuneration paid to the executive directors and staff but does not prescribe how remuneration levels are modified year to year. Remuneration levels are reviewed each year to take account of changes in the scope of the role performed and changes in industry remuneration levels.

Mr Rutherford entered into an updated employment arrangement with the Company in January 2023 to continue as Managing Director of the Company. The duties are those as are customarily expected of a Managing Director and from time to time delegated by the Board. The agreement is terminable by either party on six months written notice. Mr Rutherford is paid an annual salary of \$280,000, including statutory superannuation. At the Board's discretion Mr Rutherford can also receive an annual bonus of up to 50% of the annual remuneration (excluding the statutory superannuation) upon the achievement of certain performance criteria (refer above). As a non-executive director of Maronan Metals Limited Mr Rutherford also receives an annual fee of \$50,000, including statutory superannuation.

Non-Executive Directors

Total aggregate fees payable to all non-executive directors, approved at a shareholders meeting held on 6 June 2003, is not to exceed \$150,000 per annum (excluding reimbursement of out of pocket expenses and securities issued with shareholder approval). Director's fees cover all main Board activities and membership of one committee (if required). Fees may also be paid to non-executive directors for additional consulting services provided to the Company. Directors' base fees are presently \$24,000 for each Director. The Chairman's base fee is \$48,000. Non-executive directors are entitled to receive options (subject to shareholder approval) as it is considered an appropriate method of providing sufficient reward whilst maintaining cash reserves.

Remuneration of Key Management Personnel

Details of the nature and amount of each major element of the remuneration of each director of the Company and the named officers of the Company are:

Name		Short-Term \$	Post- Employ- ment \$	Share-based Payments \$	Total \$	Proportion related to performance %
Directors		Salary / Fees	Super- annuation	Options ¹		
Non-executive						
Russell Barwick	2024	43,243	4,757	42,183	90,183	46.8
	2023	43,439	4,561	23,045	71,045	32.4
Joshua Pitt	2024	24,000	-	42,183	66,183	63.7
	2023	24,000	-	23,045	47,045	49.0
Executive						
Robert Rutherford ²	2024	300,389	29,835	84,366	414,590	20.3
	2023	290,255	30,477	307,532	628,264	48.9
Totals	2024	367,632	34,592	168,732	570,956	
	2023	357,694	35,038	353,622	746,354	

Notes:

- (1) The fair value of options is calculated at the date of grant using a Black-Scholes model and allocated to each reporting period evenly over the period from grant date to vesting date. The value disclosed above is the portion of the fair value of the options allocated to this reporting period. These options are the only element of the above remuneration that are performance based.
- (2) Share-based payments to Mr Rutherford include the value of incentive options issued by the Company and by Maronan Metals Limited (a controlled entity).

REMUNERATION REPORT (CONTINUED)

Options and rights over equity instruments granted as compensation

A total of 6 million options were issued to Mr Barwick (1,500,000 options), Mr Rutherford (3,000,000 options) and Mr Pitt (1,500,000 options) by the Company in November 2023. The options expire on 18 November 2026 and are exercisable at 10 cents in two equal tranches commencing from 20 November 2023 and 20 November 2024.

The terms and conditions of each grant of incentive options to key management personnel affecting remuneration during the year are as follows:

	Options granted by the Company					Value yet to vest	
	Number	Date	% vested in year	Forfeited in year	Financial years in which grant vests	Min	Max
Russell Barwick	1,500,000	20 November 2023	50%	Nil	2024 / 2025	Nil	\$8,766
Robert Rutherford	3,000,000	20 November 2023	50%	Nil	2024 / 2025	Nil	\$17,533
Joshua Pitt	1,500,000	20 November 2023	50%	Nil	2024 / 2025	Nil	\$8,766

Assumptions used in valuing the options issued by the Company on 20 November 2023 are as follows:

Grant Date	Expiry Date	Fair value per option	Exercise price	Price of shares on grant date	Expected Volatility	Risk free interest rate	Dividend yield
20 November 2023	18 November 2026	3.1 cents	10 cents	8.2 cents	60%	4.25%	-

Each option entitles the holder to purchase one ordinary share in the Company. The estimated values disclosed above are calculated at the date of grant using the Black-Scholes option pricing model.

A total of 2 million options (exercisable at 14 cents each) held by Mr Barwick (500,000 options), Mr Rutherford (1,000,000 options) and Mr Pitt (500,000 options) expired on 22 November 2023.

Other than the above, no options over unissued ordinary shares in Red Metal Limited or its controlled entities were granted to, were forfeited by, or were exercised by key management personnel of the Company (as part of their remuneration).

REMUNERATION REPORT (CONTINUED)

Additional information

The earnings of the Group for the five years to 30 June 2024 and the share price at financial year end are summarised below:

	2024	2023	2022	2021	2020
Profit / (Loss) before tax (\$)	(7,878,300)	(10,822,630)	(2,713,625)	(1,359,892)	258,713
Basic profit / (loss) per share (cents) attributable to owners of Red Metal Limited	(2.0)	(2.5)	(0.9)	(0.6)	0.1
Share price at financial year end (cents)	15.5	6.6	8.0	13.5	9.2
Dividends (cents)	-	-			

Shareholdings in the Company of key management personnel

The movement during the reporting period in the number of ordinary shares and options in the Company held, directly, indirectly or beneficially, by each key management person, including their related parties, is as follows:

30 June 2024 - Shares

Name	Held at 30 June 2023	Purchases (i)	Exercise of options	Held at 30 June 2024
Specified Directors				
Russell Barwick	5,299,900	757,126	-	6,057,026
Robert Rutherford	13,147,504	1,772,268	-	14,919,772
Joshua Pitt	17,831,822	8,013,269	-	25,845,091

(i) During the year shares were purchased on-market and pursuant to a rights issue.

No shares were granted to key management personnel during the reporting period as compensation.

Option holdings in the Company of key management personnel

30 June 2024 - Options

Name	Held at 1 July 2023	Granted (i)	Purchases (ii)	Expired	Held at 30 June 2024	Total Incentive Options Vested and exercisable
Specified Directors						
Russell Barwick	2,000,000	1,500,000	378,561	(500,000)	3,378,561	2,250,000
Robert Rutherford	8,000,000	3,000,000	883,383	(1,000,000)	10,883,383	8,500,000
Joshua Pitt	2,000,000	1,500,000	2,849,097	(500,000)	5,849,097	2,250,000

(i) Options granted in November 2023 – refer above.

(ii) During the year options were acquired pursuant to a rights issue.

REMUNERATION REPORT (CONTINUED)

Shareholdings in Maronan Metals Limited of key management personnel

The movement during the reporting period in the number of ordinary shares and options in Maronan Metals Limited held, directly, indirectly or beneficially, by each key management person, including their related parties, is as follows:

30 June 2024 - Shares

Name	Held at 1 July 2023	Purchases	Held at 30 June 2024
Specified Directors			
Russell Barwick	-	-	-
Robert Rutherford	200,000	-	200,000
Joshua Pitt	5,280,000	500,000	5,780,000

Option holdings in Maronan Metals Limited of key management personnel

30 June 2024 - Options

Name	Held at 1 July 2023	Purchases	Held at 30 June 2024
Specified Directors			
Russell Barwick	585,465	-	585,465
Robert Rutherford	5,519,040	-	5,519,040
Joshua Pitt	3,729,841	-	3,729,841

This concludes the remuneration report, which has been audited.

UNISSUED SHARES UNDER OPTION

As at the date of this report there were 57,317,016 unissued ordinary shares under option. During the financial year 42,977,363 options to subscribe for ordinary shares were issued, 1,185,347 options were exercised and 3,025,000 options to subscribe for ordinary shares expired. Since the end of the financial year no options have been granted, 147,893 options to subscribe for ordinary shares have been exercised and no options have expired. Further information in respect of these options is set out in Note 17 to the financial statements.

No option holder has any right under the options to participate in any other share issue of the Company or of any other entity.

PRINCIPAL ACTIVITIES

The principal activities of the Company during the year ended 30 June 2024 were the acquisition and exploration of mineral prospects in Australia.

RESULTS AND DIVIDENDS

The loss after tax for the year ended 30 June 2024 was \$7,878,300 (2023: \$10,822,630). No dividends have been paid or declared since the start of the financial year and the directors do not recommend the payment of a dividend in respect of the current financial year.

REVIEW OF OPERATIONS / OPERATING AND FINANCIAL REVIEW

The Company is primarily engaged in mineral exploration in Australia. A review of the Company's operations, including information on exploration activity and results thereof, financial position, strategies and projects of the Company during the year ended 30 June 2024 is provided in this Financial Report and, in particular, in the "Review of Operations" section immediately preceding this Directors' Report. The Company's financial position, financial performance and use of funds information for the financial year is provided in the financial statements that follow this Directors' Report.

As an exploration entity, the Company has limited operating revenue and does not generate a profit and consequently the Company's performance cannot be gauged by reference to those measures. Instead, the Directors' consider the Company's performance based on the success of exploration activity, acquisition of additional prospective mineral interests, joint venture arrangements over mineral interests and, in general, the value added to the Company's mineral portfolio during the course of the financial year.

Whilst performance can be gauged by reference to market capitalisation, that measure is also subject to numerous external factors. These external factors can be specific to the Company, generic to the mining industry and generic to the stock market as a whole and the Board and management would only be able to control a small number of these factors.

The Company's business strategy for the financial year ahead and, in the foreseeable future, is to continue exploration activity on the Company's existing mineral projects (including through joint venture arrangements where appropriate), identify and assess new mineral project opportunities and review development strategies where individual projects have reached a stage that allows for such an assessment. Due to the inherent risky nature of the Company's activities, the Directors are unable to comment on the likely results or success of these strategies.

REVIEW OF OPERATIONS / OPERATING AND FINANCIAL REVIEW (Continued)

The Company's activities are subject to numerous risks, mostly outside the Board's and management's control. These risks can be specific to the Company, generic to the mining industry and generic to the stock market as a whole. The key risks, expressed in summary form, affecting the Company and its future performance include but are not limited to:

- geological, technical and operating risks posed to exploration, development and commercial exploitation success. Mineral exploration and development are high-risk undertakings. There can be no assurance that exploration activities conducted on the Company's mineral licences, or any other licences that may be acquired in the future, will result in the discovery of an economic ore deposit. Even if an apparently viable deposit is identified, there is no guarantee that it can be economically exploited.
- regulatory risks and ability to obtain necessary future approvals for mine development. The Company's operating activities are subject to extensive laws and regulations relating to numerous matters including mineral licence consent, environmental compliance and rehabilitation, taxation, employee relations, health and worker safety, waste disposal, protection of the environment, native title and heritage matters, protection of endangered and protected species and other matters.
- security of tenure including licence renewal. The Company's mineral licences are subject to periodic renewal, and are currently scheduled to variously expire between 2025 and 2027. The renewal of the term of these licences is subject to compliance with the applicable mining legislation and regulations and the discretion of the relevant mining authority.
- access and ability to obtain landowner approvals and native title issues. There is a risk that there may be delays in obtaining the necessary approvals to access sites for proposed exploration activities, and that the existence of the Aboriginal heritage sites may lead to restrictions on the areas that the Company will be able to explore and mine.
- change in commodity prices and market conditions. Commodity prices fluctuate and are affected by many factors beyond the control of the Company. Such factors include supply and demand fluctuations for precious and base metals, technological advancements, forward selling activities and other macro-economic factors.
- environmental risks. The operations and proposed activities of the Company are subject to State and Federal laws and regulations concerning the environment. As with most exploration projects, the Company's activities are expected to have an impact on the environment, particularly if advanced exploration or mine development proceeds. It is the Company's intention to conduct its activities to the highest standard of environmental obligation, including compliance with all environmental laws.
- government policy changes. Adverse changes in government policies or legislation may affect ownership of mineral interests, taxation, royalties, land access, labour relations, and mining and exploration activities of the Company.
- retention of key staff. As a junior exploration company the Company has a small number of permanent staff. There can be no assurance given that there will be no detrimental impact on the Company if one or more of these employees cease their employment.
- capital requirement and lack of future funding. The Company's capital requirements depend on numerous factors. Equity financing will dilute shareholdings, and debt financing, if available, may involve restrictions on financing and operating activities. If the Company is unable to obtain additional financing as needed, it may be required to reduce the scope of its operations and scale back its exploration programmes as the case may be.

This is not an exhaustive list of risks faced by the Company or an investment in it. There are other risks generic to the stock market and the world economy as whole and other risks generic to the mining industry, all of which can impact on the Company.

EVENTS SUBSEQUENT TO REPORTING DATE

In July 2024 a total of 147,893 options exercisable at 13 cents each and expiring on 25 October 2025 were exercised for a total of \$19,226.

In September 2024 the Company announced its intention to offer shareholders the ability to participate in a share purchase plan (SPP) and subscribe for shares at an issue price of \$0.10 per share, targeting a raising of \$2.0 million (before costs). The SPP offer period will be during October 2024.

Other than the above, there has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely, in the opinion of the directors of the Company, to significantly affect the operations of the Company, the results of those operations or the state of affairs of the Company in future financial years.

SIGNIFICANT CHANGES IN STATE OF AFFAIRS

There were no significant changes in the state of affairs of the Company during the year.

LIKELY DEVELOPMENTS

The Company will continue its mineral exploration activities with the objective of finding mineralised resources. The Company will also consider the acquisition of further prospective exploration interests and where appropriate secure joint venture partners to assist in financing exploration activities.

ENVIRONMENTAL LEGISLATION

The Company is aware of its environmental obligations with regards to its exploration activities and ensures that it complies with all regulations when carrying out any exploration work. There have been no known breaches of environmental laws or permit conditions during the year.

DIRECTORS' INTERESTS

The relevant interest of each director in the shares, options or other instruments issued by the Company, as notified by the directors to the Australian Securities Exchange in accordance with S205G(1) of the Corporations Act 2001, at the date of this report is as follows:

	Red Metal Limited	
	Fully Paid ordinary shares	Options over ordinary shares
Russell Barwick	4,482,742	3,280,170
Robert Rutherford	13,890,003	10,868,124
Joshua Pitt	25,820,891	5,849,097

INDEMNIFICATION AND INSURANCE OF OFFICERS

The Company has agreed to indemnify the directors of the Company against all liabilities to another person that may arise from their position as directors of the Company, except where the liability arises out of conduct involving a lack of good faith.

During the financial year the Company agreed to pay an annual insurance premium of \$12,880 in respect of directors' and officers' liability and legal expenses' insurance contracts, for directors and officers of the Company. The insurance premium relates to:

- costs and expenses incurred by the relevant officers in defending proceedings, whether civil or criminal and whatever the outcome.
- other liabilities that may arise from their position, with the exception of conduct involving a wilful breach of duty.

INDEMNITY AND INSURANCE OF AUDITOR

The Company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor.

During the financial year, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related entity.

NON-AUDIT SERVICES AND AUDITOR INDEPENDENCE

On 28 March 2024 HLB Mann Judd resigned as auditor and BDO Audit Pty Ltd were appointed as auditor of Red Metal Limited.

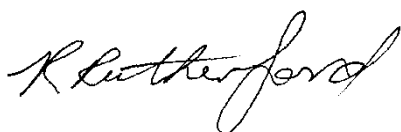
During the period they were auditor of Red Metal Limited, HLB Mann Judd provided taxation services to Red Metal Limited in addition to their statutory audit duties. Fees of \$8,414 were paid for the provision of taxation services during the year.

Since their appointment BDO Audit Pty Ltd have not provided any non-audit services to Red Metal Limited.

The directors are satisfied that the provision of non-audit services by HLB Mann Judd is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001. The directors are of the opinion that the services did not compromise the auditor's independence as all non-audit services have been reviewed to ensure that they do not impact the integrity and objectivity of the auditor and none of the services undermine the general principles relating to auditor independence as set out in APES110 Code of Ethics for Professional Accountants (including Independence Standards) issued by the Accounting Professional and Ethical Standards Board.

A copy of the auditor's independence declaration as required under Section 307C of the Corporations Act is included on page 30.

Signed in accordance with a resolution of directors.



Robert Rutherford

Managing Director

Sydney, 30 September 2024

The Board of Directors of Red Metal Limited is responsible for the corporate governance of the Company. The Board guides and monitors the business and affairs of Red Metal Limited on behalf of the shareholders by whom they are elected and to whom they are accountable. The Company's governance approach aims to achieve exploration, development and financial success while meeting stakeholders' expectations of sound corporate governance practices by proactively determining and adopting the most appropriate corporate governance arrangements.

ASX Listing Rule 4.10.3 requires listed companies to disclose the extent to which they have followed the recommendations set by the ASX Corporate Governance Council during the reporting period. The Company has disclosed this information on its website at www.redmetal.com.au/AboutUs/CorporateGovernance. The Corporate Governance Statement is current as at 30 June 2024, and has been approved by the Board of Directors.

The Company's website at www.redmetal.com.au contains a corporate governance section that includes copies of the Company's corporate governance policies.



Tel: +61 8 6382 4600
Fax: +61 8 6382 4601
www.bdo.com.au

Level 9, Mia Yellagonga Tower 2
5 Spring Street
Perth, WA 6000
PO Box 700 West Perth WA 6872
Australia

DECLARATION OF INDEPENDENCE BY JACKSON WHEELER TO THE DIRECTORS OF RED METAL LIMITED

As lead auditor of Red Metal Limited for the year ended 30 June 2024, I declare that, to the best of my knowledge and belief, there have been:

1. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
2. No contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Red Metal Limited and the entities it controlled during the period.

A handwritten signature in black ink, appearing to read 'JW', is written over a horizontal line.

Jackson Wheeler
Director

BDO Audit Pty Ltd
Perth
30 September 2024

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 JUNE 2024

RED METAL LIMITED 2024

	Notes	2024 \$	2023 \$
Income from ordinary activities	2	1,826,392	793,071
Expenses from ordinary activities			
Employee and consultant expenses		(487,423)	(1,380,058)
Share based compensation		(342,588)	(1,537,624)
Exploration expenditure written off (including employee and consultant expenses)	13	(7,678,366)	(7,932,084)
Depreciation	3	(210,756)	(155,934)
Other expenses from ordinary activities		(985,559)	(610,001)
Loss before related income tax (expense) / benefit		(7,878,300)	(10,822,630)
Income tax (expense) / benefit	5	-	-
Loss for the year from ordinary activities		(7,878,300)	(10,822,630)
Other comprehensive income		-	-
Total comprehensive loss attributable to members of the Company		(7,878,300)	(10,822,630)
Loss for the year is attributable to:			
Non-controlling interest		(2,235,774)	(4,617,079)
Owners of Red Metal Limited		(5,642,526)	(6,205,551)
		(7,878,300)	(10,822,630)
Earnings per share for loss attributable to the owners of Red Metal Limited		Cents	Cents
Basic profit / (loss) per share	6	(2.01)	(2.53)
Diluted profit / (loss) per share	6	(2.01)	(2.53)

The above statement should be read in conjunction with the accompanying notes to the financial statements.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2024

RED METAL LIMITED 2024

	Notes	2024 \$	2023 \$
CURRENT ASSETS			
Cash and cash equivalents	8	12,205,437	6,647,847
Other receivables	9	378,087	312,314
Other	10	31,786	33,687
TOTAL CURRENT ASSETS		12,615,310	6,993,848
NON-CURRENT ASSETS			
Other receivables	9	97,645	107,140
Property, plant and equipment	11	279,530	358,331
Right-of-use assets	12	436,197	501,480
Acquisition, exploration and evaluation expenditure	13	444,123	444,123
TOTAL NON-CURRENT ASSETS		1,257,495	1,411,074
TOTAL ASSETS		13,872,805	8,404,922
CURRENT LIABILITIES			
Trade and other payables	14	1,365,227	1,455,675
Lease liabilities	15	165,616	128,142
Employee benefits	16	235,239	204,279
TOTAL CURRENT LIABILITIES		1,766,082	1,788,096
NON-CURRENT LIABILITIES			
Lease liabilities	15	367,697	439,950
TOTAL NON-CURRENT LIABILITIES		367,697	439,950
TOTAL LIABILITIES		2,133,779	2,228,046
NET ASSETS		11,739,026	6,176,876
EQUITY			
Issued capital	17	40,628,526	36,352,443
Reserves	18	15,793,633	11,562,879
Accumulated losses	19	(50,050,916)	(44,408,390)
Equity attributable to the owners of Red Metal Limited		6,371,243	3,506,932
Non-controlling interest	20	5,367,783	2,669,944
TOTAL EQUITY		11,739,026	6,176,876

The above statement should be read in conjunction with the accompanying notes to the financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS **FOR THE YEAR ENDED 30 JUNE 2024**

RED METAL LIMITED 2024

	Notes	2024 \$	2023 \$
CASH FLOWS FROM OPERATING ACTIVITIES			
Cash payments in the course of operations		(1,326,959)	(1,266,358)
Cash payments for exploration and evaluation		(7,886,031)	(7,479,074)
Project management fees received		446,346	568,032
R&D tax incentive refund		969,392	-
Grants received		250,000	-
Interest paid		(19,376)	(21,850)
Other income received		31,590	52,960
Interest received		78,442	104,517
NET CASH (USED IN) OPERATING ACTIVITIES	23a	(7,456,596)	(8,041,773)
CASH FLOWS FROM INVESTING ACTIVITIES			
Advances to joint venture		(239,567)	(116,730)
Repayment of advances to joint venture		237,527	262,429
Bonds paid		(1,000)	(1,700)
Bonds recovered		11,000	4,280
Payments for property, plant and equipment		(15,926)	(313,717)
NET CASH (USED IN) INVESTING ACTIVITIES		(7,966)	(165,438)
CASH FLOWS FROM FINANCING ACTIVITIES			
Repayment of lease liabilities		(75,710)	(69,604)
Proceeds from issue of shares		4,616,280	-
Costs of issue of shares		(238,752)	-
Proceeds from issue of shares by controlled entity		9,067,262	2,085
Costs of issue of shares by controlled entity		(346,928)	-
NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES		13,022,152	(67,519)
Net (decrease) increase in cash and cash equivalents held		5,557,590	(8,274,730)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR		6,647,847	14,922,577
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	8	12,205,437	6,647,847

The above statement should be read in conjunction with the accompanying notes to the financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 JUNE 2024

RED METAL LIMITED 2024

	Issued Capital	Accumulated Losses	Reserves	Non- Controlling Interest	Total Equity
	\$	\$	\$	\$	\$
Balance at 1 July 2022	36,352,443	(38,202,839)	10,683,638	6,626,556	15,459,798
Total comprehensive loss	-	(6,205,551)	-	(4,617,079)	(10,822,630)
Transactions with owners in their capacity as owners					
- Cost of share-based payments	-	-	218,776	-	218,776
Transactions with non-controlling interest	-	-	660,465	660,467	1,320,932
Balance at 30 June 2023	36,352,443	(44,408,390)	11,562,879	2,669,944	6,176,876
Balance at 1 July 2023	36,352,443	(44,408,390)	11,562,879	2,669,944	6,176,876
Total comprehensive loss	-	(5,642,526)	-	(2,235,774)	(7,878,300)
Transactions with owners in their capacity as owners					
- Shares issued during the year	4,616,280	-	-	-	4,616,280
- Cost of share issue	(340,197)	-	-	-	(340,197)
- Cost of share-based payments	-	-	379,029	-	379,029
Transactions with non-controlling interest	-	-	3,851,725	4,933,613	8,785,338
Balance at 30 June 2024	40,628,526	(50,050,916)	15,793,633	5,367,783	11,739,026

The above statement should be read in conjunction with the accompanying notes to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

RED METAL LIMITED 2024

1. STATEMENT OF MATERIAL ACCOUNTING POLICIES

The material accounting policies which have been adopted in the preparation of these financial statements are:

(a) Basis of Preparation

These consolidated general-purpose financial statements have been prepared in accordance with the requirements of the Corporations Act 2001 and Australian Accounting Standards and Interpretations and with other requirements of the law.

They have also been prepared on the basis of historical costs and, except where stated, do not take into account changing money values or fair values of non-current assets.

Unless otherwise stated, these accounting policies are consistent with those of the previous year.

The Company is a listed public company, incorporated and operating in Australia. The consolidated financial statements are for the Group consisting of Red Metal Limited and its subsidiaries.

The financial statements were authorised for issue on 30 September 2024. The Company has the power and authority to amend and reissue the financial statements.

Compliance with Australian Accounting Standards ensures that the financial statements comply with International Financial Reporting Standards (IFRS).

Going concern

The Group has incurred a net loss after tax of \$7,878,300 (2023: \$10,822,630) for the full year and net cash outflows from operating activities of \$7,456,596 (2023: \$8,041,773). The parent entity has incurred a net loss after tax of \$3,329,673 (2023: \$1,575,102) for the full year and net cash outflows from operating activities of \$2,965,550 (2023: \$1,051,041).

Subsequent to the end of the reporting period, the parent entity announced its intention to offer shareholders the ability to participate in a share purchase plan (SPP) and subscribe for shares at an issue price of \$0.10 per share, targeting a raising of \$2.0 million (before costs). The parent entity also has a 43.98% equity holding in Maronan Metals Limited, which could be realised to provide working capital.

The Directors have prepared the Financial Statements on the Going Concern basis having prepared a cash flow forecast for the next 12 months from the date of this report for the Group indicating that the Group's cash balance at 30 June 2024 of \$12,205,437 is sufficient for it to remain cash flow positive and for the parent entity indicating that the parent entity's cash balance at 30 June 2024 of \$2,059,337 and successful completion of the SPP or alternative funding arrangements is sufficient for it to remain cash flow positive.

Principles of consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Red Metal Limited ('Company') as at 30 June 2024 and the results of all subsidiaries for the year then ended. Red Metal Limited and its subsidiaries together are referred to in these financial statements as the 'consolidated entity'.

Subsidiaries are all those entities over which the consolidated entity has control. The consolidated entity controls an entity when the consolidated entity is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the consolidated entity. They are de-consolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between entities in the consolidated entity are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the consolidated entity.

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. A change in ownership interest, without the loss of control, is accounted for as an equity transaction, where the difference between the consideration transferred and the book value of the share of the non-controlling interest acquired is recognised directly in equity attributable to the parent.

Non-controlling interest in the results and equity of subsidiaries are shown separately in the statement of profit or loss and other comprehensive income, statement of financial position and statement of changes in equity of the consolidated entity.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

RED METAL LIMITED 2024

1. STATEMENT OF MATERIAL ACCOUNTING POLICIES (continued)

Losses incurred by the consolidated entity are attributed to the non-controlling interest in full, even if that results in a deficit balance.

Where the consolidated entity loses control over a subsidiary, it derecognises the assets including goodwill, liabilities and non-controlling interest in the subsidiary together with any cumulative translation differences recognised in equity. The consolidated entity recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in profit or loss.

(b) Adoption of new and revised standards

In the year ended 30 June 2024, the Company has reviewed all of the new and revised Standards and Interpretations issued by the Australian Accounting Standards Board that are relevant to the Group and effective for the current annual reporting period. There is no material impact of the new and revised Standards and Interpretations on the Group.

The Directors have also reviewed all of the new and revised Standards that have been issued but are not yet effective for the year ended 30 June 2024. As a result of this review the Directors have determined that there is no material impact of the new and revised Standards and Interpretations that have been issued but are not yet effective on the Group and, therefore, no change is necessary to Group accounting policies.

(c) Income Recognition

Income is recognised to the extent that it is probable that the economic benefits will flow to the Group and the income is capable of being reliably measured. Income from the rendering of a service is recognised upon the delivery of the service to the customers. Interest income is recognised on a proportional basis taking into account the interest rates applicable to the financial assets. All income is stated net of the amount of goods and services tax (GST).

The consolidated entity recognises revenue as follows:

Rendering of services

Income from a contract to provide services is recognised over time as the services are rendered based on either a fixed price or an hourly rate.

Interest

Interest income is recognised as interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

Grant income

Income from Government grants is recognised as Other income in the Profit and Loss Statement only when the conditions of the grant are satisfied.

Research and development tax incentive income

Research and Development Tax incentives are accounted for in line with AASB 120 Government Grants. As costs claimed were recognised in the Profit and Loss Statement, the Research and Development Tax incentive received is recognised as Other income in the Profit and Loss Statement.

(d) Goods and Services Tax

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Taxation Office. In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an item of expense. Receivables and payables in the statement of financial position are shown inclusive of GST.

Cash flows are presented in the statement of cash flows on a gross basis, except for the GST component of investing and financing activities, which are disclosed as operating cash flows.

1. STATEMENT OF MATERIAL ACCOUNTING POLICIES (continued)

(e) Taxation

Deferred income tax is provided for on all temporary differences at balance date between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss. Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or liability is settled. Deferred tax is credited to profit or loss except where it relates to items that may be credited directly to equity, in which case the deferred tax is adjusted directly against equity. Deferred income tax assets are recognised to the extent that it is probable that future tax profits will be available against which deductible temporary differences can be utilised.

The amount of benefits brought to account or which may be realised in the future is based on the assumption that no adverse change will occur in income taxation legislation and the anticipation that the Group will derive sufficient future assessable income to enable the benefit to be realised and comply with the conditions for deductibility imposed by the law. The carrying amount of deferred tax assets is reviewed at each balance date and only recognised to the extent that sufficient future assessable income is expected to be obtained.

(f) Acquisition of Assets

All assets acquired, including property, plant and equipment and intangibles other than goodwill, are initially recorded at their cost of acquisition, being the fair value of the consideration provided plus incidental costs directly attributable to the acquisition. When equity instruments are issued as consideration, their market price at the date of acquisition is used as fair value. Transaction costs arising on the issue of equity instruments are recognised directly in equity to the extent of proceeds received, otherwise they are expensed.

(g) Recoverable Amount of Assets and Impairment Testing

The Group assesses at each reporting date whether any objective indications of impairment are present. Where such an indicator exists, a formal assessment of recoverable amount is then made and where this is in excess of carrying amount, the asset is written down to its recoverable amount. Any resulting impairment loss is recognised immediately in profit or loss.

(h) Acquisition, Exploration and Evaluation Expenditure

Acquisition costs of mining tenements are accumulated in respect of each identifiable area of interest. These costs are only carried forward to the extent that the Group's rights of tenure to that area of interest are current and that the costs are expected to be recouped through the successful development of the area or where activities in the area have not yet reached a stage that permits reasonable assessment of the existence of economically recoverable reserves.

Costs in relation to an abandoned area are written off in full against profit or loss in the year in which the decision to abandon the area is made. Each area of interest is also reviewed annually and acquisition costs written off to the extent that they will not be recoverable in the future. Exploration, evaluation and development costs of mining tenements are written off as incurred.

(i) Employee Benefits

Provision is made for the Group's liability for employee benefits arising from services rendered by employees to balance date. Employee benefits that are expected to be settled within one year have been measured at the amounts expected to be paid when the liability is settled, plus related on-costs. Employee benefits payable later than one year have been measured at the present value of the estimated future cash outflows, including related on-costs, to be made for those benefits.

(j) Parent Entity Financial Information

The financial information for the parent entity, Red Metal Limited, disclosed in Note 28 has been prepared on the same basis as the consolidated financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

RED METAL LIMITED 2024

	2024	2023
	\$	\$

2. INCOME FROM ORDINARY ACTIVITIES

Income from ordinary activities:

Interest – Other parties	78,442	104,517
Government grants	359,694	-
Project management fees	395,634	612,317
R+D tax refund	966,992	-
Other income	25,630	76,237
Total revenue from ordinary activities	1,826,392	793,071

	2024	2023
	\$	\$

3. LOSS FROM CONTINUING OPERATIONS BEFORE INCOME TAX

Loss before income tax includes the following specific expenses

Finance costs

Interest and finance charges paid/payable on lease liabilities	20,905	21,850
----------------------------------------------------------------	--------	--------

Depreciation

Property, Plant and equipment	96,661	50,276
Right-of-use assets	114,095	105,658
	210,756	155,934

	2024	2023
	\$	\$

4. AUDITOR'S REMUNERATION

Audit services - HLB Mann Judd

- review of the financial statements on the Company	16,118	40,500
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Other services – HLB Mann Judd

- taxation compliance services	8,414	15,820
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Audit services – BDO Audit Pty Ltd

- audit of the financial statements on the Company	29,593	-
- audit or review of the financial statements on controlled entity	48,600	48,600

In March 2024 BDO Audit Pty Ltd was appointed auditor of the Company following the resignation of HLB Mann Judd. BDO Audit Pty Ltd is also the auditor of Maronan Metals Limited.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

RED METAL LIMITED 2024

	2024	2023
	\$	\$

5. INCOME TAX EXPENSE

The prima facie income tax benefit on the loss before income tax is reconciled to the income tax expense as follows:

Prima facie income tax benefit calculated at 25% (2023: 25%) on the loss from ordinary activities: 1,969,575 2,705,658

Tax effect amounts which are not (deductible)/taxable in calculating taxable income:

Equity-based compensation	(85,647)	(384,406)
Other adjusting items	48,317	(41,915)
Deferred tax asset not brought to account	(1,932,245)	(2,279,337)
Income tax expense	-	-

Deferred tax asset arising from income tax losses

Income tax losses not brought to account at balance date as recovery of tax losses is not considered probable:

Income tax losses	47,277,773	40,078,101
Potential tax benefit at 25% (2023: 25%)	11,819,443	10,019,525

The benefits will only be obtained if:

- the companies in the Group derive future assessable income of a nature and of an amount sufficient to enable the benefit from the deduction for the losses to be realised;
- the companies in the Group continue to comply with the conditions for deductibility imposed by the Law; and
- no changes in tax legislation adversely affect the companies in realising the benefits from the deductions for the losses.

6. EARNINGS PER SHARE

Classification of securities as ordinary shares

The Company has only one category of ordinary shares included in basic earnings per share.

Classification of securities as potential ordinary shares – share options outstanding

The Company has granted share options in respect of a total of 57,317,016 ordinary shares. Options are considered to be potential ordinary shares. For the year ended 30 June 2024, as the Company was in a loss position, the options are anti-dilutive in nature, as their exercise would not result in a diluted earnings per share that shows an inferior view of earnings performance of the Company than is shown by basic earnings per share. The options have not been included in the determination of basic earnings per share in 2024.

	2024	2023
	\$	\$

Earnings reconciliation

Loss for the year	(7,878,300)	(10,822,630)
Non-controlling interest	2,235,774	4,617,079
Loss attributable to the owners of Red Metal Limited	(5,642,526)	(6,205,551)

	Number	Number
Weighted average number of shares used as the denominator	280,221,672	245,591,743

7. SEGMENT INFORMATION

During the period the Group operated predominantly in the mining industry in Australia.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

RED METAL LIMITED 2024

	2024	2023
	\$	\$
8. CASH AND CASH EQUIVALENTS		
Cash at bank and on hand	12,205,437	6,647,847
9. OTHER RECEIVABLES		
Current		
Other debtors	378,087	312,314
Non-Current		
Sundry deposits	97,645	107,140
Other debtor amounts relate primarily to Government grants receivable, GST receivable and advances pursuant to the Alliance JV Agreement (2023: GST receivable and advances pursuant to the Alliance JV Agreement). Interest is not charged in respect of these amounts. Collateral is not obtained and the amounts have repayment terms between 30 and 90 days. No amounts are in arrears.		
10. OTHER ASSETS		
Current		
Prepayments	31,786	33,687
11. PROPERTY, PLANT AND EQUIPMENT		
<i>Property, plant and equipment</i>		
At cost	564,163	546,303
Less accumulated depreciation	(284,633)	(187,972)
	279,530	358,331
Reconciliation		
<i>Property, Plant and equipment</i>		
Carrying amount at the beginning of the year	358,331	147,350
Additions	15,925	313,717
Disposals/Transfers	1,935	(52,460)
Depreciation	(96,661)	(50,276)
Carrying amount at the end of the year	279,530	358,331
12. RIGHT-OF-USE ASSETS		
Buildings – right-of-use	735,194	686,382
Less accumulated depreciation	(298,997)	(184,902)
	436,197	501,480
Reconciliation		
<i>Buildings</i>		
Carrying amount at the beginning of the year	501,480	655,965
Additions	101,245	-
Depreciation	(114,095)	(105,658)
Transfers / Lease completed	(52,433)	(48,827)
Carrying amount at the end of the year	436,197	501,480

The consolidated entity leases its head office under an agreement of three years, with an option to extend for a further three years.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

RED METAL LIMITED 2024

	2024	2023
	\$	\$

13. ACQUISITION, EXPLORATION AND EVALUATION EXPENDITURE

Costs carried forward in respect of areas of interest in exploration and/or evaluation phase:

Balance at beginning of year	444,123	444,123
Acquisition and exploration costs incurred	7,678,366	7,932,084
Costs written-off	(7,678,366)	(7,932,084)
Total acquisition, exploration and evaluation expenditure	444,123	444,123

The ultimate recoupment of costs carried forward for acquisition, exploration and evaluation expenditure is dependent on the successful development and commercial exploitation or sale of the respective areas.

In January 2019 the Company entered into a multi-project option and joint venture agreement (Alliance JV Agreement) with OZ Minerals Limited (acquired in May 2023 by BHP Group Limited, "BHP"). The Alliance JV Agreement provides BHP with an option to fund a series of mutually agreed, proof-of-concept work programs on specified Red Metal projects.

Alliance exploration activities are conducted by and expenditure incurred in the name of Red Metal as the project manager, and funded directly by BHP. Alliance exploration expenditure of \$680,722 (2023: \$1,951,818) is netted off against the immediate funding of such expenditure by BHP. Acquisition and exploration costs incurred (and cash outflows) reflect the net nil expenditure and cashflows by the Company as the project manager of the Alliance JV Agreement with BHP.

14. TRADE AND OTHER PAYABLES

Current

Creditors and accruals	1,365,227	1,455,675
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15. LEASE LIABILITIES

Current	165,616	128,142
Non-Current	367,697	439,950
	533,313	568,092

Reconciliation

At beginning of the year	568,092	686,523
Additions	100,100	-
Repayments	(134,879)	(118,431)
At end of the year	533,313	568,092

16. EMPLOYEE BENEFITS

Current

Annual leave	135,474	109,505
Long service leave	99,765	94,774
	235,239	204,279

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NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

RED METAL LIMITED 2024

	2024	2023
	\$	\$

17. ISSUED CAPITAL

Issued and paid-up share capital

299,508,685 (2023: 245,591,743) ordinary shares, fully paid	40,628,526	36,352,443
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(a) Ordinary shares

Shares issued:

Balance at the beginning of the year	36,352,443	36,352,443
Issued for cash – share placement and rights issue	4,482,186	-
Issued for cash – exercise of options	134,095	-
Share issue costs	(340,198)	-
Balance at the end of the year	40,628,526	36,352,443

Holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at shareholders' meetings. In the event of winding up of the Company ordinary shareholders rank after creditors and are fully entitled to any proceeds of liquidation.

(b) Share Options

Expiry Date / Notes	Exercise Price	Balance 1 July 2023 No.	Options Issued No.	Options Expired No.	Options Exercised No.	Balance 30 June 2024 No.
22 November 2023 (i)	\$0.14	3,025,000	-	(3,025,000)	-	-
30 November 2024	\$0.13	8,250,000	-	-	-	8,250,000
28 July 2025	\$0.11	2,475,000	-	-	-	2,475,000
28 November 2025	\$0.09	4,800,000	-	-	(200,000)	4,600,000
18 November 2026 (ii)	\$0.10	-	10,750,000	-	(400,000)	10,350,000
25 October 2025 (iii)	\$0.13	-	32,227,363	-	(585,347)	31,642,016
Total		18,550,000	42,977,363	(3,025,000)	(1,185,347)	57,317,016

Notes

- (i) Incentive options issued in November 2020 expired during the year.
- (ii) Incentive options issued to directors and technical and administration staff in November 2023 for \$Nil consideration vest in two equal tranches commencing from November 2023 and November 2024 (refer Note 18(a)).
- (iii) Options issued in October 2023 pursuant to a capital raising (refer Note 18(b)).

None of the options have any voting rights, any entitlement to dividends or any entitlement to the proceeds of liquidation in the event of a winding up.

Capital risk management

The Group's objectives when managing capital is to safeguard its ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders and to maintain an optimum capital structure to reduce the cost of capital.

Capital is regarded as total equity, as recognised in the statement of financial position, plus net debt. Net debt is calculated as total borrowings less cash and cash equivalents. As the Group is at the exploration phase it is expected to incur operating losses or small operating profits. The Group issues new shares to raise capital when required to fund its ongoing exploration programs and working capital.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

RED METAL LIMITED 2024

	2024	2023
	\$	\$

18. RESERVES

Option Reserve	3,619,072	3,240,043
Transactions with Non-Controlling Interest Reserve	12,174,561	8,322,836
	<u>15,793,633</u>	<u>11,562,879</u>

Option Reserve

Balance at the beginning of the year	3,240,043	3,021,267
Incentive options to directors and staff (refer (a) below)	277,584	218,776
Broker options (refer (b) below)	101,445	-
Balance at the end of the year	<u>3,619,072</u>	<u>3,240,043</u>

The Option Reserve is used to recognize:

- (a) the value of incentive options issued to directors and staff as part of their total remuneration. The assumptions used with the Black-Scholes valuation model for the determination of the equity-based compensation for the incentive options issued during the year are:
 - Options issued on 20 November 2023 – exercise price of 10 cents, expiry date of 18 November 2026, 4.25% risk free rate, 60% volatility and share price at grant date of 8.2 cents.
 - Options issued in prior periods are detailed in Note 17(b).
- (b) the value of broker options issued for services rendered in respect of the September 2023 capital raising. The assumptions used with the Black-Scholes valuation model for the determination of the equity-based compensation for the broker options issued are:
 - Options issued on 13 November 2023 – exercise price of 13 cents, expiry date of 25 October 2025, 4.35% risk free rate, 60% volatility, and share price at grant date of 8.3 cents.
 - Options issued on 12 December 2023 – exercise price of 13 cents, expiry date of 25 October 2025, 4.35% risk free rate, 60% volatility and share price at grant date of 8.2 cents

Transactions with Non-Controlling Interest Reserve

Balance at the beginning of the year	8,322,836	7,662,371
Capital raising by controlled entity	3,835,203	-
Equity-based compensation	32,502	659,422
Other items	(15,980)	1,043
Balance at the end of the year	<u>12,174,561</u>	<u>8,322,836</u>

The Transactions with Non-Controlling Interest Reserve recognizes the Group's share of equity investments by third parties in a controlled entity. During the year Maronan Metals Limited completed capital raisings (after costs) totalling \$8,720,333 (2023: \$Nil) - refer notes 20, 24 and 27.

19. ACCUMULATED LOSSES

Accumulated losses at the beginning of the financial year	44,408,390	38,202,839
Loss for the year	5,642,526	6,205,551
Accumulated losses at the end of the financial year	<u>50,050,916</u>	<u>44,408,390</u>

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NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

RED METAL LIMITED 2024

	2024	2023
	\$	\$
20. EQUITY – NON-CONTROLLING INTEREST		
Issued capital	22,525,562	13,805,228
Reserves	(9,885,251)	(6,098,530)
Accumulated losses	(7,272,528)	(5,036,754)
	<u>5,367,783</u>	<u>2,669,944</u>

The non-controlling interest has a 56.02% (2023: 50%) equity holding in Maronan Metals Limited – refer notes 24 and 27.

21. FINANCIAL INSTRUMENTS

Overview

The Group has exposure to the following risks from use of financial instruments:

- credit risk
- liquidity risk
- market risk

This note presents information about the Group's exposure to each of the above risks, their objectives, policies and processes for measuring and managing risk, and the management of capital.

The Board of Directors has overall responsibility for the establishment and oversight of the risk management framework. Management monitors and manages the financial risks relating to the operations of the Company through regular reviews of the risks.

(a) Credit risk exposures

Credit risk is the risk of financial loss to the Group if a counterparty to a financial instrument fails to meet its contractual obligations. The credit risk on liquid funds is limited because the counterparties are banks with high credit ratings assigned by international credit rating agencies.

The credit risk on financial assets of the Group which have been recognised on the statement of financial position is the carrying amount. As the Group operates in the mining exploration sector, it does not have trade receivables and therefore is not exposed to credit risk in relation to trade receivables. The Group undertakes exploration and evaluation activities exclusively in Australia. At the statement of financial position date there were no significant concentrations of credit risk.

The carrying amount of the Group's financial assets represents the maximum credit exposure. The Group's maximum exposure to credit risk at the reporting date was:

	2024	2023
	\$	\$
Financial Assets		
Cash and cash equivalents	12,205,437	6,647,847
Other receivables	378,087	312,314
Other	31,786	33,687
	<u>12,615,310</u>	<u>6,993,848</u>

None of the receivables were overdue at balance date.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

RED METAL LIMITED 2024

21. FINANCIAL INSTRUMENTS (continued)

(b) Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

Financial liabilities	Total \$	Less than one year \$	Greater than one year \$	Maturity details
Creditors and accruals	1,365,227	1,365,227	-	Usually payable within 30 days

The Group manages liquidity risk by maintaining adequate reserves by continuously monitoring forecast and actual cash flows.

If the Group anticipates a need to raise additional capital in the next 12 months to meet forecasted operational activities, then the decision on how the Group will raise future capital will depend on market conditions existing at that time.

(c) Market Risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices, will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

(i) Currency Risk

The Group is currently not exposed to currency risk.

(ii) Interest rate risk

The Group's exposure to the risk of changes in market interest rate relates primarily to the Group's cash and cash equivalents (current interest rate between nil% and 1.35%). The Group leases office premises in Sydney (current interest rate nil%) – refer note 15 for further information

At the reporting date the interest rate profile of the Group's interest-bearing financial instruments was as follows:

	2024 \$	2023 \$
Fixed rate Instruments		
Financial assets	-	-
Financial liabilities	(533,313)	(568,092)
	(533,313)	(568,092)
Variable rate Instruments		
Financial assets	12,205,437	6,647,847
Financial liabilities	-	-
	12,205,437	6,647,847

Cash flow sensitivity analysis for variable rate instruments

The impact of a 1% movement in the interest rate on the funds invested when all other variables are held constant is immaterial.

(iii) Net fair values

For assets and other liabilities, the carrying value approximates their net fair value since the interest receivable/payable is either close to current market rates or the instruments are short-term in nature. No financial assets and financial liabilities are readily traded on organised markets in standardised form. The Group has no financial assets where carrying amount exceeds net fair values at balance date.

The aggregate net fair values and carrying amounts of financial assets and financial liabilities are disclosed in the statement of financial position and in the notes to and forming part of the financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

RED METAL LIMITED 2024

22. COMMITMENTS

(a) Mineral exploration commitments

The Group holds exploration tenements in various Australian States. In order to maintain current rights of tenure to exploration tenements, the Group is required to comply with tenement obligations (including performing exploration work) specified by State Governments. Tenement obligations differ between States, with some States requiring strict compliance with annual exploration expenditure commitments, other States allowing flexibility if exploration expenditure commitments are not achieved, and other States setting activities-based work programs which are assessed over the life of the tenement (ie no set annual expenditure amount). Certain States also allow for the variation of tenement obligations. If tenement obligations are not met it may result in the tenement right of tenure being removed or the tenement area being reduced.

The commitments detailed below are an estimate of annual expenditure required to meet tenement obligations over the tenure period. Certain of these obligations are subject to renegotiation when application for renewed tenure is made. The commitments exceed planned exploration costs. The Group intends to comply with the required commitments over the tenure period on those tenements considered to be the most prospective and plans to relinquish or reduce the area (and thereby the expenditure commitment) of lower priority tenements. Any such relinquishment will have no effect on amounts capitalised included in note 13 as the Group has planned to undertake exploration work on the tenements to which these amounts relate. The Group has not recognised commitments pertaining to tenements which BHP are committed to fund under the Alliance JV Agreement. These obligations are not provided for in the financial report and are payable:

	2024	2023
	\$	\$
Within one year	7,540,000	4,018,000
One year or later and no later than five years	11,410,000	9,412,000
	<u>18,950,000</u>	<u>13,430,000</u>

23. NOTES TO THE STATEMENT OF CASH FLOWS

(a) Reconciliation of loss from ordinary activities after income tax to net cash used in operating activities

Loss from ordinary activities after income tax	(7,878,300)	(10,822,630)
Add/(less) non-cash items:		
Depreciation	210,756	155,934
Share-based payments	342,588	1,537,624
Net cash (used in) / provided by operating activities before change in assets and liabilities	<u>(7,324,956)</u>	<u>(9,129,072)</u>
Change in assets and liabilities		
Decrease / (Increase) in debtors	21,377	(147,480)
(Increase) in prepayments	18,310	5,731
Increase / (Decrease) in payables	(171,327)	1,229,048
Net cash used in operating activities	<u>(7,456,596)</u>	<u>(8,041,773)</u>

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

RED METAL LIMITED 2024

24. INTEREST IN SUBSIDIARIES

The consolidated financial statements include the financial statements of Red Metal Limited and the subsidiaries listed in the following table. Red Metal Limited is the ultimate Australian parent entity and ultimate parent of the Group.

Entity	Country / Date of incorporation	Equity holding	Equity holding	Class of Shares
		2024	2023	
		%	%	
Maronan Metals Limited	Australia / March 2012	43.98	50	Ord
Sybella Minerals Pty Ltd	Australia / August 2022	100	100	Ord

Balances and transactions between the Company and its subsidiaries, which are related parties of the Company, have been eliminated on consolidation.

The Company completed the partial spin-out and initial public offering of its wholly owned subsidiary Maronan Metals Limited ("MMA") in April 2022. MMA holds the Maronan lead-silver copper-gold project. During the year the Company's interest in MMA was reduced to 43.98% as a result of: (i) the Company converted 13.5 million performance shares following the satisfaction of specified hurdles; and (ii) MMA completed a \$9 million capital raising.

The following table sets out the summarised financial information for MMA, being a subsidiary that has a non-controlling interest (NCI). Amounts are disclosed before intercompany eliminations.

Summarised statement of financial position

	2024	2023
	\$	\$
Current assets	10,319,800	6,194,235
Non-current assets	5,867,401	5,877,957
Total assets	16,187,201	12,072,192
Current liabilities	980,615	1,151,623
Non-current liabilities	44,000	-
Total liabilities	1,024,615	1,151,623
Net assets	15,162,586	10,920,569
Loss for the year	(4,543,321)	(9,234,158)
Accumulated NCI	5,367,783	2,669,944

There are no arrangements in place permitting the parent entity to transfer cash or other assets from MMA.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

RED METAL LIMITED 2024

25. DIRECTORS AND EXECUTIVES DISCLOSURES AND RELATED PARTY TRANSACTIONS

(a) Details of key management personnel

Directors

Russell Barwick (Chairman)

Robert Rutherford (Managing Director)

Joshua Pitt (Non-Executive Director)

There are no other persons within the Company who are classified as key management personnel.

(b) Key management personnel compensation

The key management personnel compensation included in "Employee and Consultant Expenses" and "Exploration Expenditure" is as follows:

	2024	2023
	\$	\$
Short-term employee benefits	367,632	357,694
Share-based payments	168,732	353,622
Post-employment benefits	34,592	35,038
	<u>570,956</u>	<u>746,354</u>

Information regarding individual directors' compensation is provided in the Remuneration Report on pages 20 to 24.

(c) Other transactions with the Group

No director has entered into a material contract (apart from employment) with the Company since 1 July 2023 and there were no other material contracts involving directors' interests existing at year end.

(d) Related party transactions

In April 2022 the Company completed the partial spin-out and initial public offering of its wholly owned subsidiary Maronan Metals Limited ("MMA"). In May 2024 MMA offered shareholders the right to acquire further MMA shares pursuant to a Share Purchase Plan ("SPP").

The number of MMA shares and options held by key management personnel (and their related parties) at 30 June 2023 and at 30 June 2024, and additional shares acquired pursuant to the MMA SPP during the year, is as follows:

Name	30 June 2023	30 June 2023	Acquired during the year	30 June 2024	30 June 2024
	Shares Number	Options Number	Shares Number	Shares Number	Options Number
Specified Directors					
Russell Barwick	-	585,465	-	-	585,465
Robert Rutherford	200,000	5,519,040	-	200,000	5,519,040
Joshua Pitt	5,280,000	3,729,841	500,000	5,780,000	3,729,841

All securities were issued on the same terms as those issued to third parties.

26. SUBSEQUENT EVENTS

In July 2024 a total of 147,893 options exercisable at 13 cents each and expiring on 25 October 2025 were exercised for a total of \$19,226.

In September 2024 the Company announced its intention to offer shareholders the ability to participate in a share purchase plan (SPP) and subscribe for shares at an issue price of \$0.10 per share, targeting a raising of \$2.0 million (before costs). The SPP offer period will be during October 2024.

Other than the above there has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely, in the opinion of the directors of the Company, to significantly affect the operations of the Group, the results of those operations or the state of affairs of the Group in future financial years.

27. CRITICAL ACCOUNTING JUDGEMENTS

The application of accounting policies requires the use of judgements, estimates and assumptions about carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

Exploration expenditure

The Board of Directors determines when an area of interest should be abandoned. When a decision is made that an area of interest is not commercially viable, all costs that have been capitalised in respect of that area of interest are written off. The Directors' decision is made after considering the likelihood of finding commercially viable reserves.

Share-based payment transactions

The Group measures the cost of equity-settled transactions with employees and consultants by reference to the fair value of the equity instruments at the date at which they are granted. The fair value of options is determined using a Black-Scholes-Merton model, using various assumptions.

Controlling interest in Maronan Metals Limited

The Board of Directors considers that on the basis that at 30 June 2024 the Group has a 43.98% equity holding in MMA, the only other MMA substantial shareholder holds 7.03% and there are no arrangements for other MMA shareholders to act collectively, the Group has a controlling interest in MMA.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

RED METAL LIMITED 2024

28. PARENT ENTITY DISCLOSURES

(a) Summary financial information

	2024	2023
	\$	\$
Financial Position		
Assets		
Current assets	2,295,510	812,307
Non-current assets	8,212,718	8,332,031
Total assets	10,508,228	9,144,338
Liabilities		
Current liabilities	791,177	636,473
Non-current liabilities	323,697	439,950
Total liabilities	1,114,874	1,076,423
Net assets	9,393,354	8,067,915
Equity		
Issued capital	40,628,526	36,352,443
Reserves	3,619,072	3,240,043
Accumulated losses	(34,854,244)	(31,524,571)
Total equity	9,393,354	8,067,915
Financial performance		
Profit / (Loss) for the year after income tax	(3,329,673)	(1,575,102)
Other comprehensive income / (loss)	-	-
Total comprehensive profit / (loss)	(3,329,673)	(1,575,102)

(b) Guarantees entered into by the parent entity in relation to the debts of its subsidiaries

Red Metal Limited has not entered into any guarantees in relation to the debts of its subsidiaries.

(c) Contingent liabilities

The parent entity did not have any contingent liabilities as at 30 June 2024 and 30 June 2023.

(d) Capital commitments – Property, plant and equipment

The parent entity had no capital commitments for property, plant and equipment as at 30 June 2024 and 30 June 2023.

(e) Material accounting policy information

The accounting policies of the parent entity are consistent with those of the consolidated entity, as disclosed in note 1, except that investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity.

CONSOLIDATED ENTITY DISCLOSURE STATEMENT
AS AT 30 JUNE 2024

Basis of Preparation

This Consolidated Entity Disclosure Statement (CEDS) has been prepared in accordance with the Corporations Act 2001. It includes certain information for each entity that was part of the consolidated entity at the end of the financial year.

Determination of Tax Residency

Section 295 (3A) of the Corporation Acts 2001 defines tax residency as having the meaning in the Income Tax Assessment Act 1997. The determination of tax residency involves judgment as there are currently several different interpretations that could be adopted, and which could give rise to a different conclusion on residency.

In determining tax residency, the consolidated entity has applied the following interpretations:

Australian tax residency

The consolidated entity has applied current legislation and judicial precedent, including having regard to the Tax Commissioner’s public guidance in Tax Ruling TR 2018/5.

Foreign tax residency

Where necessary, the consolidated entity has used independent tax advisers in foreign jurisdictions to assist in determining tax residency and ensure compliance with applicable foreign tax legislation.

Partnerships and Trusts

Australian tax law does not contain specific residency tests for partnerships and trusts. Generally, these entities are taxed on a flow-through basis, so there is no need for a general residence test. Some provisions treat trusts as residents for certain purposes, but this does not mean the trust itself is an entity that is subject to tax.

Details of entities within the consolidated group

Name of Entity	Type of Entity	Trustee, partner or participant in joint venture	Country of incorporation	% of share capital held	Australian resident or foreign resident (for tax purposes)	Foreign tax jurisdiction of foreign residents
Red Metal Limited	Body Corporate	n/a	Australia	n/a	Australian	n/a
Maronan Metals Limited	Body Corporate	n/a	Australia	43.98	Australian	n/a
Sybella Minerals Pty Ltd	Body Corporate	n/a	Australia	100	Australian	n/a

DIRECTORS DECLARATION

RED METAL LIMITED 2024

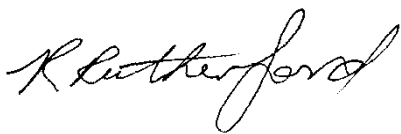
In the opinion of the directors of Red Metal Limited ("the Company"):

- (a) the financial statements and notes set out on pages 31 to 50 are in accordance with the Corporations Act 2001, including:
 - (i) giving a true and fair view of the financial position of the consolidated entity as at 30 June 2024 and of its performance for the year ended on that date; and
 - (ii) complying with Australian Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- (b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable;
- (c) the remuneration report in the directors' report complies with the disclosure requirements of Section 300A of the Corporations Act 2001; and
- (d) the information disclosed in the attached consolidated entity disclosure statement is true and correct.

The notes to the financial statements include a statement of compliance with International Financial Reporting Standards.

The directors have been given the declarations required by Section 295A of the Corporations Act 2001 from the chief executive officer and chief financial officer for the financial year ended 30 June 2024.

Signed in accordance with a resolution of the directors.



Robert Rutherford
Managing Director

Dated at Sydney this 30th day of September 2024

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Tel: +61 8 6382 4600
Fax: +61 8 6382 4601
www.bdo.com.au

Level 9, Mia Yellagonga Tower 2
5 Spring Street
Perth, WA 6000
PO Box 700 West Perth WA 6872
Australia

INDEPENDENT AUDITOR'S REPORT

To the members of Red Metal Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Red Metal Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 30 June 2024, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial report, including material accounting policy information, the consolidated entity disclosure statement and the directors' declaration.

In our opinion the accompanying financial report of Red Metal Limited, is in accordance with the *Corporations Act 2001*, including:

- (i) Giving a true and fair view of the Group's financial position as at 30 June 2024 and of its financial performance for the year ended on that date; and
- (ii) Complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the Financial Report* section of our report. We are independent of the Group in accordance with the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.



Control of Maronan Metals Limited

Key audit matter	How the matter was addressed in our audit
<p>As disclosed in note 24 and note 27 of the financial statements the Company has assessed that while it has less than 50% of the shares on issue, it controls Maronan Metals Limited ('Maronan'). As a result, the Company consolidates the financial position, performance and cash flows of Maronan. During the year the Company's shareholding in Maronan decreased to 43.98% following Maronan completing a capital raising and Red Metal exercising performance shares that had vested.</p> <p>Given the significant judgement involved in the assessment of control and the impact on the Red Metal financial statements of the outcome of this assessment this is considered a key audit matter.</p>	<p>Our procedures included, but were not limited to the following:</p> <ul style="list-style-type: none"> • Obtaining management's position paper outlining the assessment that Red Metal retains control of Maronan in accordance with AASB 10 requirements; • Holding discussions with management to understand the relationship between Red Metal and Maronan; • Obtaining support for relevant factors such as share register of Maronan Metals, historical shareholders voting at meetings of shareholders and board composition; • Reviewing board meeting minutes to consider if this indicates active discussion of Maronan strategy and ability to direct relevant activities; and • Assessing the adequacy of the financial report disclosures, including estimates and judgements.

Other matter

The financial report of Red Metal Limited, for the year ended 30 June 2023 was audited by another auditor who expressed an unmodified opinion on that report on 27 September 2023.

Other information

The directors are responsible for the other information. The other information obtained at the date of this auditor's report is information included in the Directors' report, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.



In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the directors for the Financial Report

The directors of the Company are responsible for the preparation of:

- a) the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 and
- b) the consolidated entity disclosure statement that is true and correct in accordance with the Corporations Act 2001, and

for such internal control as the directors determine is necessary to enable the preparation of:

- i) the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and
- ii) the consolidated entity disclosure statement that is true and correct and is free of misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the ability of the group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website (<http://www.auasb.gov.au/Home.aspx>) at:

http://www.auasb.gov.au/auditors_responsibilities/ar3.pdf

This description forms part of our auditor's report.

**Report on the Remuneration Report****Opinion on the Remuneration Report**

We have audited the Remuneration Report included in pages 20 to 24 of the directors' report for the year ended 30 June 2024.

In our opinion, the Remuneration Report of Red Metal Limited, for the year ended 30 June 2024, complies with section 300A of the Corporations Act 2001.

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the Corporations Act 2001. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

BDO Audit Pty Ltd

A handwritten signature in black ink, appearing to read 'BDO', is written above a horizontal line.

A handwritten signature in black ink, appearing to read 'Jackson Wheeler', is written above a horizontal line.

Jackson Wheeler**Director**

Perth, 30 September 2024

SHAREHOLDER INFORMATION

RED METAL LIMITED 2024

The shareholder information set out below was applicable as at 9 September 2024.

Substantial shareholders

An extract of the Company's register of substantial shareholders is set out below.

Shareholder	Number of Shares	Percentage
Perth Capital Pty Ltd	25,820,891	8.62%

Distribution of equity security holders

Size of Holding	Ordinary Shares	% of Shares	Options Expiring 25.10.2025	% of Options Issued
1 to 1,000	95	-	67	0.10
1,001 to 5,000	380	0.46	80	0.76
5,001 to 10,000	413	1.10	37	0.82
10,001 to 100,000	1,164	15.58	97	10.85
100,001 and over	439	82.86	47	87.47
	2,491	100.00	328	100.00

The number of share holdings comprising less than a marketable parcel was 351.

Unquoted equity securities – Incentive Options

Class	Number	Number of Holders
Options - exercisable at 13 cents on or before 30 November 2024	8,250,000	8
Options - exercisable at 11 cents on or before 28 July 2025	2,475,000	5
Options - exercisable at 9 cents on or before 28 November 2025	4,600,000	4
Options - exercisable at 10 cents on or before 18 November 2026	10,350,000	8

On-market buy-back

There is no current on-market buy-back.

Twenty Largest Shareholders as at 9 September 2024	Number of Shares	% Held
Perth Capital Pty Ltd	25,465,177	8.50
Freeport Minerals Corporation	12,476,471	4.16
Robert Alexander Rutherford	10,803,753	3.61
Bluestar Management Pty Ltd	6,000,000	2.00
Huon Pine Pty Ltd (Huon Pine Investment A/C)	5,429,565	1.81
Warrambo Holdings Pty Ltd	4,790,059	1.60
BNP Paribas Nominees Pty Ltd (IB AU Noms)	4,508,894	1.50
Darren Ronald Patterson	3,907,471	1.30
Robert Geoffrey & Angela Margaret Page (Page Group Super Fund A/C)	3,600,000	1.20
Citicorp Nominees Pty Limited	3,250,780	1.09
Russell Barwick	3,246,857	1.08
Sambor Trading Pty Ltd	3,109,508	1.04
SDG Nominees Pty Ltd (T J Strapp Super Fund A/C)	3,000,000	1.00
Quark Nominees Pty Ltd	2,632,279	0.88
Aaron Keith Rowe	2,521,061	0.84
Jaycon Investments Pty Ltd	2,520,000	0.84
Arnold & Ruth Getz	2,444,184	0.82
Ross Gordon Hopkins	2,120,000	0.71
St Leonards Nominees Pty Ltd (St Leonards Super Fund A/C)	2,000,000	0.68
G Ritchie SF Pty Ltd (Ritchie Family A/C)	2,000,000	0.68
	105,826,059	35.34

Granted Exploration Tenements held at 9 September 2024 are as follows:

Project	Tenement Reference	Company Interest %	Comment
Corkwood	EPMs 13380, 26032, 27472, 27665, 27808	100	
Lawn Hill	EPMs 25902, 25905, 25985, 26157, 27179, 27224	100	
Gulf	EPMs 26434, 26436, 26654, 26655, 26656, 26657, 26672, 26674	100	
Gidyea	EPMs 27308, 27309, 27567, 27568	100	
Three Ways	EPMs 26941, 27371	100	
Mount Skipper	EPM 19232	100	
Emu Creek JV	EPM 15385	100	Refer note 2
Sybella	EPMs 28001, 28003	100	
Callabonna JV	ELs 6204, 6318	51	Refer note 3
Pernatty Lagoon JV	EL 6014	90	Refer note 4
Punt Hill	EL 6035	100	
Nullarbor	ELs 69/ 3428, 3433, 3436, 3437, 3441, 3596	100	
Yarrie	ELs 45/ 5185, 5186, 5187, 5225, 5236	100	Refer note 1
Pardoo	ELs 45/ 5698, 5699	100	
Brunette Downs	ELs 32708, 32709, 32710, 32714	100	
Maronan	EPM 13368		Refer note 5

Notes:

1. Greenfields Discovery Alliance Agreement between Red Metal (diluting to 49%) and BHP Group Ltd (earning 51%).
2. Joint venture between Red Metal (diluting to 30%) and Chinova Resources (Osborne) Pty Ltd (earning 70%).
3. Joint venture between Red Metal (51%, earning 70%) and Variscan Mines Limited (49% diluting to 30%).
4. Joint venture between Red Metal (90%) and Havilah Resources NL (10%).
5. Tenement held 100% by Maronan Metals Limited, a controlled entity of Red Metal Limited.

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